Note: This document is a translation of the original Japanese version and provided for reference purposes only. In the event of any discrepancy between the Japanese original and this English translation, the Japanese original shall prevail.

Securities code 3694 June 10, 2022

To our shareholders

1 Honjomachi, Saga-shi, Saga OPTiM CORPORATION President Shunji Sugaya

Notice of the 22nd Ordinary General Meeting of Shareholders

We would like to take this opportunity to express our sincere gratitude for your continued support.

We would like to inform you that we will hold the 22nd Ordinary General Meeting of Shareholders as follows.

You may exercise your voting rights in writing in lieu of attending the meeting in person. Please review the reference documents for the General Meeting of Shareholders attached below, indicate your approval or disapproval of the proposals on the enclosed voting form, and return the form to us so that it arrives by 6:30 p.m. on Tuesday, June 28, 2022 (JST).

Yours sincerely

To whom it may concern

- 1. Date and time Wednesday, June 29, 2022, 1:00 p.m.
- 2. Venue 1 Honjomachi, Saga-shi, Saga OPTiM Headquarters Building
- 3. Agenda

Matters to be reported

- Business Report and Consolidated Financial Statements for the 22nd Fiscal Year (from April 1, 2021 to March 31, 2022) and the Results of Audit of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors
- 2. Report on the Financial Statements for the 22nd Fiscal Year (From April 1, 2021 to March 31, 2022)

Resolutions

Proposal 1 Partial amendment to the Articles of Incorporation

Proposal 2 Election of six (6) Board Directors

Proposal 3 Election of three (3) Corporate Auditors

End

If you plan to attend the meeting in person, please submit the enclosed voting rights exercise form to the receptionist at the meeting.

Any revisions to the reference documents for the General Meeting of Shareholders, as well as the Business Report, Financial Statements and Consolidated Financial Statements, will be posted on the Company's website on the Internet (address: https://www.optim.co.jp/).

[Response to prevent the spread of COVID-19]

There is concern about the spread of COVID-19. In order to prevent the spread of infection, please consider taking preventive measures, including exercising your voting rights in writing (by mail) in advance and refraining from attending the meeting on the day of the meeting. Shareholders who are considering attending the General Meeting of Shareholders are requested to check your own physical condition and be sure to wear a mask before coming to the meeting. Please note that attendance at the General Meeting of Shareholders may be denied if you do not wear a mask or if we reach our capacity to avoid close contact.

In order to prevent infection and the spread of COVID-19, we ask for your cooperation in taking your temperature at the reception desk. Please note that if you do not cooperate with the above request, or if the result of your temperature check shows 37.1 degrees Celsius or higher, you will not be allowed to enter the venue.

Please understand that our Officers and management staff may wear a mask to prevent infection and the spread of COVID-19.

[Online distribution of the General Meeting of Shareholders]

A webcast of this General Meeting will be available through a Zoom webinar. Shareholders who would like to view the meeting online may register in advance by filling out the form (). We will separately inform you of the URL and password for viewing after the registration procedure is completed.

- Your equipment or network environment may prevent you from viewing the program. If you encounter any problems, please check the operating environment from the Zoom Help Center.
 - Zoom Help Center (https://support.zoom.us/hc/ja)
- 2. Online broadcasting of the meeting will not be considered as attendance at the meeting under the Companies Act. You can only watch the meeting.
- 3. Future circumstances may prevent online distribution. Please check our website for information on the status of the distribution.
- 4. It is prohibited to provide video or audio data to a third party, to show them in public, to reproduce or duplicate them, or to tell a third party how to log in to the site.
- Only live broadcasts will be available. Please note that no on-demand delivery will be made at a later date.
- 6. Please note that video and audio may not be properly transmitted due to problems with the Internet environment or equipment, or other circumstances.

 Please be aware that video and audio may be affected by your computer environment (model, performance, etc.) and Internet connection environment (line conditions, connection speed, etc.) when viewing the webcast. Personal information of shareholders who have registered will be used only for online viewing of the General Meeting of Shareholders and for receiving questions in advance of the meeting.

◆How to apply for online viewing◆

How to Register	Please register your name, shareholder number, e-mail address, and opinion through the form.
Form	
Deadline	Friday, June 24, 2022, 3:00 p.m.

[Electronic provision system]

The electronic provision system will go into effect on September 1, 2022. Following this change, starting with the next General Meeting of Shareholders (scheduled to be held in June 2023), the materials for the General Meeting of Shareholders will be posted on the Company's website, etc., and shareholders will receive only a simplified convocation notice (a notice stating that the materials have been posted on the website and the URL, etc.).

Shareholders who wish to receive the meeting materials in writing for the next and subsequent General Meetings of Shareholders may request delivery of written materials.

For the procedures for requesting delivery of written materials, please contact the securities company with which you have an account. If you would like to make a request to the administrator of the shareholder registry, please contact Mitsubishi UFJ Trust and Banking Corporation.

Business Report

From April 1, 2021 to March 31, 2022

1. Current status of the corporate group

- (1) Business conditions in the current consolidated fiscal year
 - (i) Progress and results of the business

During the current consolidated fiscal year, the Japanese economy has shown signs of recovery as the severe situation caused by the novel coronavirus pandemic (hereinafter referred to as COVID-19) has eased.

In this market environment, the Group has been engaged in our business through continued aggressive investment for growth in order to develop new markets by promoting two types of DX (*1), categorized as Corporate DX for digitalization to improve and streamline internal operations, as well as Industrial DX for digitalization to create businesses using digital technologies.

First, regarding the status of Corporate DX in the current consolidated fiscal year, the number of licenses has been growing steadily as teleworking has been popularized with the spread of COVID-19 and the need for Optimal Biz, which contributes to the management and operation of terminals used for teleworking, has increased.

In the current fiscal year, the Company also launched new services: Optimal Remote Web, Optimal Remote IoT, OPTiM ID+ (Plus), OPTiM Contract, and OPTiM Digital Marketing.

The next section provides the status of Industrial DX in the current fiscal year.

With regard to initiatives in the agricultural field under Industrial DX, we have begun offering a "pinpoint time spraying" service that enables timely pest control based on field-specific digital analysis. The "pinpoint time spraying" service, which combines the growth forecasting and pest forecasting technologies cultivated to date with our knowledge of drone pest control, enables the application of the minimum amount of pesticides at the appropriate time to maximize pest control effects. This year, the company continued to sell "Smart Rice," safe and secure rice cultivated using AI and drones to reduce the use of pesticides, and began selling "Smart Rice 2022," new rice produced in the fiscal year ended March 31, 2022.

In the healthcare field, the introduction of the hinotoriTM Surgical Robot System (hereinafter referred to as hinotoriTM), the first made-in-Japan robotic-assisted surgery system, is being promoted, and the Group continues to support its introduction in terms of software, including the Medicaroid Intelligent Network System (MINS), a platform for the network support system for hinotoriTM, develop peripheral services, and cooperate in things like enhancement and addition of functions. Progress has also been marked, with the receipt of orders for new large-scale projects and others.

In the construction field, we launched OPTiM Geo Scan, a smartphone 3D surveying application. OPTiM Geo Scan is an application that enables the generation of high-precision 3D data required at civil engineering sites by scanning surveyed objects such as soil structures with a smartphone or tablet. We have also launched a linkage between OPTiM Geo Scan and Scan-X, a service of ScanX, K.K. that enables processing, analysis, and sharing of 3D point group data in the cloud, as well as a GNSS (*2) surveying and piling application OPTiM Geo Point that improves surveying accuracy as a free option for OPTiM Geo Scan.

Also, we held an online event, OPTiM INNOVATION 2021 to introduce our activities in various fields, as well as AI and IoT solutions that can be immediately applied to business. The event was organized for the construction, agriculture, healthcare, and other sectors under this year's theme, "DX to Change Your Job." By introducing solutions and case studies that realize DX in various industries to the participants of the event, we are promoting the Group's AI and IoT solutions.

As a result, consolidated operating results for the current fiscal year were as follows: net sales of 8,310,717,000 yen (up 10.5% year on year), operating profit of 1,534,621,000 yen (down 15.2% year on year), ordinary profit of 1,485,545,000 yen (down 25.7% year on year), and profit attributable to owners of parent of 943,561,000 yen (down 23.8% year on year).

- *1 DX: Digital transformation. The concept is that the penetration of IT will change people's lives for the better in all aspects, meaning that companies will use technology to fundamentally change the performance and scope of their business.
- *2 GNSS: Abbreviation for Global Navigation Satellite System, a global positioning system using satellites (positioning satellites).

(ii) Capital investment

Capital investment in the current consolidated fiscal year totaled 215,066,000 yen, mainly consisting of 174,266,000 yen for construction of facilities associated with the relocation of OPTiM TOKYO (Tokyo Head Office) and 19,220,000 yen for the purchase of personal computers.

(iii) Financing

During the current consolidated fiscal year, the Company procured 500,000,000 yen in short-term loans from financial institutions to fund the Group's requirements.

- (iv) Transfer of business, absorption-type split, or incorporation-type demerger Not applicable.
- (v) Acquisition of other company's business Not applicable.
- (vi) Succession to rights and obligations related to the business of other corporations, etc., as a result of absorption-type merger or absorption-type split Not applicable.

(vii)	Acquisition or disposal of shares or other equity or stock acquisition rights, etc., of other companies Not applicable.

(2) Assets and profit/loss

(i) Assets and profit/loss of the corporate group

Category		The 19th period (Fiscal year ended March 31, 2019)	The 20th period (Fiscal year ended March 31, 2020)	The 21st period (Fiscal year ended March 31, 2021)	The 22nd period (Current consolidated fiscal year) (Fiscal year ended March 31, 2022)
Net sales	(1,000 yen)	_	6,728,792	7,517,790	8,310,717
Ordinary profit	(1,000 yen)	_	259,448	2,000,453	1,485,545
Profit attributable to owners of parent	(1,000 yen)	_	117,222	1,237,601	943,561
Basic earnings per share	(yen)	_	2.13	22.49	17.14
Total assets	(1,000 yen)	_	4,604,239	6,248,906	7,387,477
Net assets	(1,000 yen)	_	3,039,185	4,355,888	5,248,802
Net asset per share	(yen)	_	53.95	77.39	93.68

(Note) 1. The Company has prepared Consolidated Financial Statements since the 20th period.

- Net income per share is calculated based on the average number of shares outstanding during the period, excluding treasury stock. Net assets per share is calculated based on the total number of shares outstanding at the end of the period, excluding treasury stock.
- The Company conducted a 2-for-1 stock split as of April 1, 2020. Net income per share and net assets per share are calculated on the assumption that the stock split was conducted at the beginning of the 20th period.

(ii) Assets and profit/loss of the Company

Category		The 19th period (Fiscal year ended March 31, 2019)	The 20th period (Fiscal year ended March 31, 2020)	The 21st period (Fiscal year ended March 31, 20221)	The 22nd period (Current fiscal year) (Fiscal year ended March 31, 2022)
Net sales	(1,000 yen)	5,468,745	6,687,272	7,389,792	7,976,542
Ordinary profit	(1,000 yen)	145,527	258,159	1,993,407	1,557,826
Profit attributable to owners of parent	(1,000 yen)	11,281	116,169	1,234,659	1,013,067
Basic earnings per share	(yen)	0.20	2.11	22.43	18.40
Total assets	(1,000 yen)	3,725,858	4,545,340	6,086,965	7,313,454
Net assets	(1,000 yen)	2,857,803	2,974,223	4,262,365	5,229,295
Net asset per share	(yen)	51.94	54.05	77.44	94.99

- (Note) 1. Net income per share is calculated based on the average number of shares outstanding during the period, excluding treasury stock. Net assets per share is calculated based on the total number of shares outstanding at the end of the period, excluding treasury stock.
 - The Company conducted a 2-for-1 stock split on April 1, 2019 and April 1, 2020, respectively. Net income per share and net assets per share are calculated on the assumption that the stock split was conducted at the beginning of the 19th period.

(3) Parent company and significant subsidiaries

(i) Relationship with the parent company Not applicable.

(ii) Significant subsidiaries

Company name	Share capital	Investment ratio (Voting rights ratio)	Main business
OPTiM AGRI MICHINOKU Corp.	80,000,000 yen	95.0 %	Smart agriculture business
OPTiM Bank Technologies Corp.	30,000,000 yen	95.0 %	Sales of AI and IoT solutions
Landlog Marketing Corporation	10,000,000 yen	100.0 %	Sales of ICT equipment for the construction industry
YURASCORE Corp.	1,000,000 yen	100.0 %	Development and sales of cloud CRM

(4) Issues to be addressed

The main issues to be addressed by the Group are as follows

(i) Expansion of sales

The Group's business model is based on a sales structure centered on stock-based licensing revenues. In addition, the existing markets in which we operate, including EMM and MDM, continue to expand steadily. The Company's position in this market also continues to be dominant, and we expect this trend to continue in the future.

The Group determined the priority of services to focus on by examining the services currently being developed from various perspectives, including the future potential of the market, the Group's superiority in that market, market share, and the status of competitors.

Based on the priorities, we will make aggressive growth investments to strengthen the development of killer services and utilize our strong sales network to promote sales of killer services, thereby raising the level of stock sales that will support stable growth in the future.

(ii) Expansion of development personnel and strengthening of the organization

In software service licensing, the Group's main source of income, the most important issue is to increase the number of development department personnel and strengthen the development system in order to handle multiple large-scale projects. The Group believes that the number of engineers itself is the source of its competitiveness, and the Group is united in its efforts to recruit engineers.

On the other hand, there is a notable shortage of engineers in the IT-related fields in which the Group operates, particularly in AI-related fields. In addition to acquiring talented engineers, we will work to raise the level of our organization by providing training and study sessions for our current development personnel, and we will also review our personnel and salary systems to reduce retirement risks.

We will further strengthen and improve our development system by improving our project management methods and other measures through the use of temporary employees with skills that match each project.

(iii) Strengthening of intellectual property strategy

The Group believes that the source of business growth lies in innovation, and has been actively engaged in research and development activities since its establishment. In particular, from the fiscal year ended March 31, 2018, we have been working to strengthen the personnel and operational structure of our research and development department in order to establish a foothold to become a core company in the 4th Industrial Revolution.

In addition, since intellectual property rights are the basis of differentiation from competitors and an important means to develop new markets and customers, we have been working on speeding up and streamlining our operations in addition to the integrated planning and promotion of business and intellectual property strategies so that the acquisition of intellectual property rights is in synchronization with our business development.

One example of such efforts is the "Contract Management System" (Patent No. 6290459), which won the Minister of Education, Culture, Sports, Science and Technology Award at the FY2021 Kyushu Regional Invention Awards. This patent was granted for the research and development results of the new service "OPTiM Contract" announced in May 2021.

The knowledge gained through these efforts is disseminated domestically and internationally to contribute to industrial development through intellectual property. At a symposium hosted by the World Intellectual Property Organization (WIPO) in December 2021, our President, Shunji Sugaya, gave a lecture on the challenges of the 4th Industrial Revolution utilizing intellectual property. In addition, our agricultural business was recently featured in WIPO's IP Advantage (a database of intellectual property use cases from around the world).

We will continue our efforts to secure competitive advantage through the acquisition of intellectual property rights.

(iv) Impact of the spread of COVID-19

The Group has placed the highest priority on employee safety by introducing remote work and taking other measures, but we believe that the impact on business operations is minor. In addition, stock-type license income, which is the core of the Group's sales, has remained steady, partly due to the penetration of DX services under the impact of COVID-19.

On the other hand, while there is no prospect of cessation of COVID-19, consumer spending and corporate earnings are expected to gradually recover due to various government policies and the dissemination of vaccines, but the economic outlook remains uncertain due to continued restrictions on travel and economic activities both in Japan and overseas. The Group has also been affected by changes in the policies and measures toward COVID-19 of partner companies, especially with regard to customization income generated when partner companies introduce the Group's services. At this time, when the future status of COVID-19 infection and its impact on society are uncertain, there is an aspect of uncertainty as to the extent to which it will affect our Group.

In the unlikely event that the spread of COVID-19 continues for a prolonged period of time and does not subside, it could lead to a decline in the economy itself, which may affect our Group as well.

(v) Compliance with the criteria for maintaining the listing in the prime market

The Company moved to the prime market upon the reorganization of the market classification of the Tokyo Stock Exchange, Inc. in April 2022, but does not meet the criteria for the ratio of tradable shares. We believe that meeting the criteria for maintaining our listing in the prime market will be an important management prerequisite for the future enhancement of our corporate value over the medium to long term.

Based on the plan for compliance with the criteria for maintaining the listing, which was submitted in March 2022, the Company intends to meet the criteria for maintaining the listing by the fiscal year ending March 2027 by implementing measures to meet the ratio of tradable shares.

(5) Principal businesses (as of March 31, 2022)

Under the slogan of "We make the Net as simple as breathing." the Group's mission is to change the current situation in which IT literacy (*1) is still required to use the Internet, which has become an infrastructure for daily life, and to turn the Internet itself into something like air, which people can use without being aware of it at all. Since its establishment, the Group has been committed to the development of products that support all people in enjoying the creativity and convenience offered by the Internet equally.

In the information and telecommunications market to which our Group belongs, the rapid movement toward diversification and sophistication of services along with the spread of various terminals has become a global trend. In this market environment, the Group is developing its business with a focus on providing management services (management and operation services) and IT support services (*3) on the premise of connecting various devices (*2).

Segment information is omitted because the Group has a single business segment, license sales and maintenance support services (Optimal).

The following are details of the Group's business activities by service category.

IoT Platform Services IoT Platform Services include the following products and services.

Product/service name	Outline
1. Optimal Biz	A multi-device, multi-carrier, multi-OS (*5) cloud device management solution (*6) for corporate and educational ICT that enables centralized management from the cloud (*4), with smartphones, tablets, PCs, and servers as target devices and iOS, Android, Windows, and Mac as target operating systems. It is an indispensable platform for device installation that provides loss and theft prevention, unauthorized use prevention, asset management, and initial OS environment settings. The service is available at an initial installation fee (flat rate regardless of the number of terminals installed) and a monthly fee based on the number of terminals installed, with basic functions starting at 330 yen per terminal per month (tax included). Any optional functions that you wish to use are also available for an additional fee.
2. Optimal Biz Telework	A telework support service that provides communication support, operational support, and productivity support for teleworkers. Using it with Optimal Biz can be effective as a security measure. The service is offered at 550 yen per user (multiple devices can be used) per month (tax included).
3. OPTiM Cloud IoT OS	It is an integrated platform for AI/IoT utilization, equipped with functions in the four areas of ID management, sales management, device management, and data management, which are necessary for the deployment of AI/IoT services and platforms. We offer our services in a variety of forms, including OEM and API, and our business models allow us to receive compensation in a variety of forms, including pay-as-yougo, server licenses, and revenue sharing (*7).

Product/service name	Outline
4. OPTiM AI Camera	OPTIM AI Camera By simply connecting a standard network camera to the cloud, this service shares the congestion status of facilities and stores with customers in remote locations via signage and web applications, and offers benefits that attract customers so that they can visit stores comfortably. API also allows for easy connection to your apps and systems. This service is available from 3,278 yen per camera per month (tax included). OPTIM AI Camera Enterprise It is an AI image analysis service with 300 types of AI images that can be used immediately after connecting to a camera. Data is collected from various types of cameras installed by industry and purpose of use, such as in stores and facilities, and images can be analyzed immediately using pre-trained models. The system can be used in areas such as marketing, security, and operational efficiency, from small startups to large scale use. The service is available from 16,500 yen (tax included) per camera per month (initial cost not included).
5. OPTiM Store	It is a marketplace and sales management service for corporate customers that handle the sale of subscription services. In addition to the basic monthly fee for the service, we receive a revenue share based on transaction volume.
6. OPTiM ID+	A cloud-based ID management service that allows users to log in to multiple cloud services used by an organization with a single ID and password. It contributes to countermeasures against information leaks, including enabling information system administrators to operate accounts in a centralized manner. Using it with Optimal Biz allows you to limit the terminals that can access the in-house system (access control), which provides high security effect. The service is offered at 330 yen per user (tax included).
7. OPTiM Contract	This service streamlines contract management, which is necessary for all types of industries, business categories, and business sizes. It can streamline a series of management tasks such as contract classification and registration, search, inquiry and notification, and user and file authority management. Available from 5,478 yen per month (tax included).
8. OPTiM Digital Marketing	This is a marketing DX (*8) service that provides a wide range of functions that bring about customer development and sales promotion, from website content management and customer service history to automated customer aftercare. We charge an initial customization fee based on the customer's needs, a maintenance fee as a running cost, and a license usage fee based on the number of functions provided and the number of customers managed. We have also released Digitomer as a package of individual functions, for which we charge a monthly service fee.
9. OPTiM IoT	This service securely manages and operates all equipment and devices from the cloud. By introducing "OPTiM IoT," we can help you optimize the operation of managed equipment and devices, minimize downtime, and reduce maintenance costs. This allows you to maximize the productivity of your equipment and devices. This service is available from 1,100 yen per unit per month (tax included).

Product/service name	Outline
10.Agriculture x IT Services	- Smart rice Safe and secure rice grown under production management with smart farming solutions utilizing AI, IoT, and drones. By sensing/analyzing the fields of contracted farmers and linking the analysis results to the drone and the system, pesticides/fertilizers according to the conditions of growth can be applied. These AI/IoT drone solutions will be provided free of charge to the contracted farmers, and our Group will purchase all the cultivated crops and handle the distribution on its own as part of the business. Our unique business model, which simultaneously reduces system investment for farmers, saves labor for farm work, and adds value to crops, enables us to solve issues in the primary industry by accelerating the implementation of smart agriculture. - AGRI EARTH This is an AI, IoT, and blockchain (*9) platform for the agriculture, forestry, fisheries, distribution, processing, and food industries. We will promote the use of agricultural big data and create value through AI and IoT specific to agriculture. AGRI BLOCKCHAIN is introduced to enable data traceability using blockchain technology, which is difficult to tamper with and highly reliable. This service is offered on a customer-specific basis, including monthly licenses and individual customization.
11.Construction x IT Services	- OPTiM Geo Scan This 3D surveying application combines iPhone equipped with a LiDAR (*10) sensor and GNSS receiver (*11) acquired location information to perform highly accurate surveying in a short time. Highly accurate 3D data can be obtained simply by scanning the object with the application. It makes it possible for anyone to easily perform surveying tasks that normally require skilled technicians alone. This service is available from 89,100 yen per month (tax included) (annual contract plan). - OPTiM Geo Point While OPTiM Geo Scan is being used at various sites, we are providing OPTiM Geo Point, a GNSS surveying and staking application, for the purpose of making GNSS surveying and staking, which are frequently used, easier. This application is available as a free option for OPTiM Geo Scan.

2) Remote Management Services Remote Management Services include the following products and services.

Product/service name	Outline
1. Optimal Remote	This is a Remote Management Service for corporate and personal smartphones, tablets, PCs, and servers as target devices, with iOS, Android, Windows, and Mac as target operating systems. With remote screen sharing and remote operation of devices as core technologies, we provide not only operational support but also an environment for sharing experiences (knowledge, know-how, information, sensations, and emotions) by connecting between screens. This service is offered mainly for a monthly fee, depending on the usage of operators and other parties responsible for support services.
2. Optimal Remote Web	This is a remote support service for corporate and personal smartphones, tablets, and PCs. Until now, remote support was realized by having the user install a dedicated application on the terminal to be supported and sharing the screen of the entire terminal as an image with the operator (*12). This product allows users to share and support the web screen of the user terminal in real time, without the need to install any applications in the user environment. In addition, the information entered by the user can be displayed as masking on the operator's screen, making this service considerate of user privacy and prevention of information leakage. This service is offered for a monthly fee, depending on the usage of operators and other parties responsible for support services.
3. Optimal Remote IoT	This is a service that allows remote control of a device with an agent installed in advance from the web browser of the device on hand. This enables remote connection to in-house PCs from outside the company, supporting telework and mobile work. It also enables remote operation for devices in various industries, such as signage and surveillance cameras used in the retail industry, industrial robots and sensors used in the manufacturing industry, etc., realizing efficient device operation and maintenance. Because remote operation is possible even when no operator is present at the remote site, the system can also be used for stationary terminals such as kiosk terminals (*13) and POS equipment. The service offers multiple plans, starting at 4,400 yen per month (tax included) per installing company.
4. Smart Field	This is a site data management solution that supports workers at the site via smart devices such as smart glasses and smart phones. The remote work support, tagging function for photos, and blackboard-style recording function allow users to freely select from a wide variety of functions to meet their application scenarios, such as recording the status of any site and managing inspection trails conducted at the site. This service is offered on a customer-specific basis, including monthly licenses and individual customization.
5. Optimal Second Sight	This is a remote work support service that can share images of the site using smart glasses, smart phones, and tablet cameras, and support on-site work using various support functions. This service can also be used as a preventive measure against COVID-19. The ability to remotely monitor the situation can minimize the number of people going to the site, helping them avoid the three Cs and reduce the risk of infection with COVID-19. It is used by many customers, including maintenance and construction sites. Materials such as drawings and manuals can also be sent to the operator during remote work support. Even in tasks that are difficult to convey in words or cannot be explained through video sharing alone, both parties can check the materials as they work. This service is provided for a basic license fee and a monthly fee based on the number of supported terminals.

Product/service name	Outline
6. Premium Remote Support Service	This is a service that provides support for general IT equipment operations, problems, and troubles for a fixed monthly fee of a few hundred yen for corporate and individual users.
7. Healthcare x IT Services	- Online healthcare platform This is a platform that enables easy and speedy development of online healthcare systems. It includes video call functionality, integrated and secured ID management, payment functionality, reservation functionality, and integration with healthcare devices, all of which are essential for starting a healthcare service using online communication tools. The business model involves charging a license fee based on the number of functions provided and the number of customers. In addition, we receive customization fees due to OEMs, etc., and maintenance fees to handle server maintenance and version upgrades Pocket doctor This is a remote medical examination and health consultation service using smartphones and tablets. By utilizing familiar smartphones and tablets, the system connects people in need of healthcare with medical professionals in remote locations, and by using cameras and wearable devices, doctors can check the color of the consultant's face, the condition of the affected area, and various vital data that are collected. The business model involves charging license fees to medical institutions and other organizations.

3) Support Services

Support Services include the following products and services. We mainly provide these services to telecommunication carriers, etc., and receive basic license fees as well as customization fees due to OEM, etc., and maintenance fees for server maintenance and version upgrades.

Product/service name	Outline
1. Optimal Setup	This is a tool that can automatically analyze, operate, and configure routers (*14) connected to the network.
2. Optimal Diagnosis & Repair	It can diagnose the status of devices, operating systems, and software, and display the results to the user or send them to the operator. The tool also supports users' self-resolution by automatically recovering items that have been in trouble.

4) Other Services

Other Services include the following products and services. The services are provided mainly by sales partners, and users can use the services by paying a fixed monthly fee.

	1110
Product/service name	Outline
Unlimited use of PC software	This is a service for individuals that allows unlimited use of computer software and unlimited reading of e-books for a fixed fee. A wide range of contents are available, from software in various genres, such as antivirus and New Year's card making, to e-books that are useful when you have trouble using your computer.
2. Tabuho (Unlimited magazine reading service)	This is an e-book service that offers unlimited access to popular magazines in a wide range of genres from business to hobbies and recipes. Since an online printing service is also included, users can enjoy using their tablets and smartphones more conveniently and with greater security.
3. Other products	These are existing partially offered products or individually customized products.

- *1 IT literacy ... The ability to manage and utilize information and data using information equipment and IT networks. The ability to use computers in a broad sense, such as the ability to work efficiently with a variety of application software.
- *2 Device ... Information terminal equipment
- *3 IT support services ... Assistance in the use and management of information equipment, IT applications and services
- *4 Cloud ... The term "cloud computing" refers to a method of providing software and hardware usage rights to users as a service over a network, and the term "cloud" refers to data centers and the group of servers that operate within them.
- *5 OS ... Operating System: A type of software that provides the basic functions offered by the equipment. Typical operating systems for smartphone devices include Apple's iOS, Android OS developed by Google, and Microsoft's Windows.
- *6 Solution ... A product or service that can solve a problem and issue or meet a demand and requirement, as well as a combination of such products and services
- *7 Revenue sharing ... A method in which business revenues are divided between the ordering and receiving sides in accordance with a pre-agreed ratio

- *8 DX: Digital transformation. The concept is that the penetration of IT will change people's lives for the better in all aspects, meaning that companies will use technology to fundamentally change the performance and scope of their business.
- *9 Blockchain ... A type of database technology for recording information. This is a technology that manages data in units called blocks and connects them like a chain to store data.
- *10 LiDAR ... Abbreviation for Light Detection and Ranging. This is a type of sensor technology that uses laser beams to accurately detect the distance to an object, its position, and shape.
- *11 GNSS receiver ... Equipment that receives radio waves transmitted from multiple navigation satellites to the ground and acquires positioning information
- *12 Operator ... A person in charge of directly operating a machine, etc. Operation may be performed remotely over a network.
- *13 Kiosk terminal ... An information terminal installed in a store or other location to provide information services
- *14 Router ... Communication equipment that determines the communication path when communicating on a network

(6) Main sales offices (As of March 31, 2022)

(i) OPTiM CORPORATION

OPTIM TOKYO	1-2-20 Kaigan, Minato-ku, Tokyo	
(Tokyo Head Office)	Shiodome Building 18F	
OPTiM SAGA	1 Honjomachi, Saga-shi, Saga	
(Saga Head Office)	aga Head Office)	
OPTIM KOBE	7-1-1 Onoedori, Chuo-ku, Kobe-shi, Hyogo	
OPTIM KOBE	Nihonseimei-Sannomiyaekimae Building 11F	
TECH CENTER IIZUKA	, , , ,	

- (Note) 1. Effective July 30, 2021, OPTiM FUKUOKA was discontinued and merged into OPTiM SAGA (Saga Head Office).
 - OPTIM TOKYO (Tokyo Head Office) was relocated as of March 28, 2022. In addition, TECH CENTER SHIBADAIMON was abolished and integrated into OPTIM TOKYO (Tokyo Head Office).

(ii) Subsidiaries

OPTIM	2-6-18, Aomori-shi, Aomori
AGRI MICHINOKU Corp.	Nakashinmachi Building 3F
Landlog	1-2-20 Kaigan, Minato-ku, Tokyo
Marketing Corporation	Shiodome Building 18F
OPTiM Bank Technologies Corp.	1 Honjomachi, Saga-shi, Saga
YURASCORE Corp.	1-2-20 Kaigan, Minato-ku, Tokyo Shiodome Building 18F

(7) Employees (As of March 31, 2022)

(i) Employees of the corporate group

Number of employees	Increase (decrease) from the end of the previous consolidated fiscal year	
365 employees	Increase of 49	

- (Note) 1. The number of employees is the number of full-time employees and does not include temporary and part-time employees.
 - The number of employees excludes employees seconded from the Company to outside consolidated subsidiaries.
 - The number of employees includes employees seconded to the Company and its consolidated subsidiaries from outside consolidated subsidiaries.
 - Since the Group's business is a single business, license sales and maintenance support service (Optimal) business only, segment information is not provided.

(ii) Employees of the Company

Number of employees	ber of employees Increase (decrease) from the end of the previous fiscal year		Average years of service
349 employees	349 employees Increase of 50		4.4 years

- (Note) 1. The number of employees is the number of full-time employees and does not include temporary and part-time employees.
 - 2. The number of employees excludes employees seconded from the Company to other companies.
 - 3. The number of employees includes employees seconded to the Company from other companies.

(8) Principal lenders (As of March 31, 2022)

Lender	Borrowing amount
Sumitomo Mitsui Banking Corporation	500,000,000 yen

(9) Other important matters concerning the current status of the corporate group Not applicable.

2. Status of shares (As of March 31, 2022)

Total number of shares authorized
 Total number of issued shares
 Number of shareholders
 195,712,000 shares
 55,139,520 shares
 14,690 shareholders

(4) Major shareholders (Top 10)

Name of shareholder	Number of shares held	Shareholding ratio	
Shunji Sugaya	35,184,800 shares	63.91 %	
Nippon Telegraph and Telephone East Corporation	3,200,000 shares	5.81 %	
The Master Trust Bank of Japan, Ltd. (Trust Account)	1,944,200 shares	3.53 %	
Custody Bank of Japan, Ltd. (Trust Account)	1,049,200 shares	1.91 %	
The Dai-ichi Life Insurance Company, Limited	811,600 shares	1.47 %	
Shozo Ogami	645,500 shares	1.17 %	
FUJIFILM Business Innovation Corp.	589,280 shares	1.07 %	
The Nomura Trust and Banking Co., Ltd. (Trust Account)	359,000 shares	0.65 %	
Koichiro Nonomura	300,800 shares	0.55 %	
Seiji Tokuda	277,408 shares	0.50 %	

(Note) Shareholding ratio is calculated excluding treasury stock (89,348 shares).

3. Status of stock acquisition rights, etc.

Stock acquisition rights held by the Company's Officers as of the end of the current fiscal year that were issued in compensation for the execution of their duties

		The 5th series of stock acquisiti	on rights		
Issuance resolution date		August 13, 2014			
Number of stock acquisition rights			;	574 shares	
Type and number of shares to be issued upon exercise of stock acquisition rights		Common shares (32 shares per stock acquisition right)	18,3	368 shares (Note) 3	
Amount to be paid in for stock acquisition rights		No payment is required in exchange for stock acquisition rights.			
Amount of assets to be contributed upon exercise of stock acquisition rights		Per stock acquisition right (48 yen per share)		1,536 yen (Note) 3	
Exercise period		From August 14, 2016 to August 13, 2024			
Conditions for exercise		(Note) 2			
	Board Directors (excluding Outside Board Directors)	Number of stock acquisition rights Number of shares to be issued Number of holders	574 18,368 3	rights shares persons	
Officers' ownership	Outside Board Directors	Number of stock acquisition rights Number of shares to be issued Number of holders	0 0 0	rights shares persons	
	Corporate Auditors	Number of stock acquisition rights Number of shares to be issued Number of holders	0 0 0	rights shares persons	

- (Note) 1. Holders of the stock acquisition rights (hereinafter referred to as the "stock acquisition right holders") shall exercise their stock acquisition rights in accordance with the following terms and conditions:
 - (i) Of the stock acquisition right holders, the Company's Officers and employees must continuously hold the position of Officer or employee of the Company from the time of allotment of stock acquisition rights until the time of exercise of the rights. However, the stock acquisition rights may continue to be exercised if approved by the Board of Directors of the Company.
 - (ii) Other conditions for the exercise of stock acquisition rights shall be as set forth in the "Stock Acquisition Rights Allotment Agreement" to be entered into between the Company and stock acquisition right holders based on resolutions of the General Meeting of Shareholders and the Board of Directors.
 - (i) Stock acquisition rights may be exercised by the stock acquisition right holders who have received allotment of stock acquisition rights at the time of issuance.
 - (ii) Those who are Board Directors, Corporate Auditors or employees of the Company at the time of issuance of stock acquisition rights must also be Board Directors, Corporate Auditors or employees of the Company, its subsidiaries or affiliates at the time of exercising the stock acquisition rights. However, this shall not apply in cases where the Board of Directors of the Company recognizes that there is a justifiable reason, such as retirement from office due to expiration of term of office or mandatory retirement age.
 - (iii) In the event of the death of a stock acquisition right holder, his or her heirs shall not inherit the stock acquisition rights.
 - (iv) Other conditions for the exercise of stock acquisition rights shall be determined by a resolution of the Board of Directors of the Company issuing the stock acquisition rights.
 - 3. The Company conducted a 4-for-1 common stock split on April 1, 2015, a 2-for-1 common stock split on April 1, 2017, a 2-for-1 common stock split on April 1, 2019, and a 2-for-1 common stock split on April 1, 2020. Therefore, the number of shares to be issued upon exercise of stock acquisition rights and the value of assets to be contributed upon exercise of stock acquisition rights are stated in the figures after the stock split.

4. Officers of the Company

(1) Board Directors and Corporate Auditors (As of March 31, 2022)

Status in the Company	Name	Responsibilities and significant concurrent positions
President	Shunji Sugaya	Landlog Marketing Corporation, Representative Director D'PULA Medical Solutions Corporation, Board Director
Board Director	Genta Taniguchi	In charge of technology
Board Director	Takeshi Kyusaka	In charge of sales OPTIM AGRI MICHINOKU Corp., Board Director OPTIM Bank Technologies Corp., Board Director NTT e-Drone Technology Corporation, Board Director
Board Director	Akihiro Hayashi	In charge of administration OPTiM Bank Technologies Corp., Corporate Auditor
Board Director	Rikihei Egawa	
Full-time Corporate Auditor	Takayuki Kojima	
Corporate Auditor	Katsuo Yoshidomi	
Corporate Auditor	Yoshinori Isagai	Professor, Faculty of Policy Management, Committee Member of Graduate School of Media and Governance, Keio University President, Non-profit Organization HOUSUU SCHOOL

(Note) 1. Rikihei Egawa, Board Director, is an Outside Director.

- 2. Corporate Auditors Takayuki Kojima, Katsuo Yoshidomi, and Yoshinori Isagai are Outside Auditors.
- The Company has submitted a notification to Tokyo Stock Exchange, Inc. designating the above four persons as Independent Officers.
- 4. Katsuo Yoshidomi, Corporate Auditor, has been an Outside Corporate Auditor since the Company's establishment, with particular emphasis on auditing related to accounting, based on his experience as Board Director at other companies. We believe that his experience and insight will enable him to continue to perform his duties as an Outside Corporate Auditor of the Company appropriately.

(2) Outline of the contents of the liability limitation agreement

Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company stipulates in its Articles of Incorporation that it may enter into an agreement to limit liability for damages as stipulated in Article 423, Paragraph 1 of the Companies Act, and has entered into liability limitation agreements with each Outside Board Director and each Outside Corporate Auditor.

The maximum amount of liability for damages under such agreements is the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act, provided that the Outside Board Director or Outside Corporate Auditor has performed his or her duties in good faith and without material negligence.

(3) Summary of contents of Directors and Officers Liability Insurance Contract

The Company has concluded a Directors and Officers Liability Insurance (D&O insurance) Contract with an insurance company, insuring the Board Directors and Corporate Auditors of the Company and its subsidiaries, as defined in Article 430-3, Paragraph 1 of the Companies Act.

The Company pays all premiums, including the special contract portion, and there is virtually no premium burden on the insured.

The policy provides for compensation for damages that may arise from the insured Board Director or Officer being held liable for the performance of his or her duties or being subject to a claim for such liability. However, there are certain exemptions, such as the fact that damages caused by acts committed with the knowledge that the acts are in violation of laws and regulations will not be compensated.

The policy has a provision for a deductible amount and does not cover damages up to such deductible amount.

The contract is scheduled to be renewed in December 2022 with the same terms and conditions.

- (4) Remuneration for Board Directors and Corporate Auditors
 - (i) Policy for determining the details of remuneration, etc., for each individual Board Director

The Company's Board of Directors resolved at a meeting held on March 26, 2021 to adopt a policy for determining the details of remuneration for individual Board Directors (the determination policy). The outline is as follows.

- (ii) Outline of the details of the determination policy
 - a. Basic policy

The Company's basic policy is to link the remuneration of the Company's Board Directors to the interests of shareholders so that the remuneration system will fully function as an incentive to continuously increase corporate value, and to set an appropriate level by comprehensively considering the position and duties of each Board Director when determining the remuneration of each Board Director. Specifically, remuneration for Executive Board Directors shall consist of base remuneration and performance-linked remuneration.

Outside Board Directors who are responsible for the supervisory function shall be paid only the basic remuneration in view of their duties.

b. Policy regarding the determination of the amount of remuneration, etc., for each individual for basic remuneration (monetary remuneration) (including policy regarding the determination of the timing or conditions of granting remuneration, etc.)

Monthly fixed remuneration shall be determined by comprehensively taking into consideration each Board Director's role, contribution and business performance, etc.

c. Policy regarding determination of the details and calculation method of the amount or number of performance-linked and non-monetary remuneration, etc. (including policy regarding determination of the timing or conditions of granting remuneration, etc.)

Performance-linked remuneration, etc., shall be monetary remuneration (bonus) based on operating income to motivate Board Directors to improve business performance and stock price, and an amount corresponding to the degree of their contribution shall be paid as a bonus only when a special contribution that has a significant positive impact on the Company's business performance is recognized. No specific target amount is set for determining the amount. The timing of bonus payments is fixed at a certain time each year. The remuneration of Board Directors shall be cash only, and no stock or other nonmonetary remuneration shall be granted to them.

d. Policy on determining the ratio of the amount of monetary remuneration, performance-linked remuneration, etc., or non-monetary remuneration, etc., to remuneration, etc., for each individual Board Director

The ratio of base remuneration and performance-linked remuneration to the amount of remuneration for each individual Board Director shall be determined by comprehensively considering each Board Director's role, contribution and performance, etc., in an amount considered reasonable in light of the policy described in b. above.

(iii) Matters concerning resolutions of the General Meeting of Shareholders regarding remuneration, etc., of Board Directors and Corporate Auditors

The maximum amount of remuneration for Board Directors was resolved at the 18th Ordinary General Meeting of Shareholders held on June 28, 2018 to be no more than 600 million yen per year (including no more than 100 million yen for Outside Board Directors, excluding employee's salaries for Board Directors who concurrently serve as employees).

As of the close of this Ordinary General Meeting of Shareholders, the number of Board Directors is five (including one Outside Board Director). At the 9th Ordinary General Meeting of Shareholders held on June 26, 2009, it was resolved that the maximum amount of remuneration for Corporate Auditors shall be no more than 10 million yen per year, with a bonus of no more than 3 million yen per year paid separately. As of the close of this Ordinary General Meeting of Shareholders, the number of Corporate Auditors is three.

(iv) Matters concerning delegation of authority to determine the details of remuneration, etc., of individual Board Directors

The amount of remuneration for each individual Board Director shall be delegated by Shunji Sugaya, President, based on a resolution of the Board of Directors, and the specific details of such delegation shall be the amount of base remuneration for each Board Director. The reason for delegating this authority to the President is that the Board of Directors has determined that the President is most knowledgeable about the environment surrounding the Group and the Group's management situation, etc., and is capable of comprehensively determining the amount of remuneration for Officers, and the Board of Directors will supervise to ensure that such authority is properly exercised by the President, Shunji Sugaya.

The amount of performance-linked remuneration and remuneration for service invention shall be resolved by the Board of Directors for each individual Board Director. Since the amount of remuneration for each individual Board Director has been determined through such procedures, the Board of Directors considers that the content of such remuneration is in line with the determination policy.

(v) Total amount of remuneration, etc., for the current fiscal year

Classification of	T. 4.1	Total amount of remuneration, etc., by type			N
Officers	Total amount of remuneration, etc.	Basic remuneration	Performance-linked remuneration, etc.	Non-monetary remuneration, etc.	Number of Officers
Board Directors (Number of Outside Board Directors among them)	64,740,000 yen (2,040,000 yen)	43,840,000 yen (2,040,000 yen)	20,900,000 yen (—)	_ (—)	5 persons (1 person)
Corporate Auditors (Number of Outside Corporate Auditors among them)	3,000,000 yen (3,000,000 yen)	3,000,000 yen (3,000,000 yen)	(-)	_ (—)	3 persons (3 persons)
Total (Number of Outside Officers among them)	67,740,000 yen (5,040,000 yen)	46,840,000 yen (5,040,000 yen)	20,900,000 yen (—)	(—)	8 persons (4 persons)

(Note) The amount of remuneration, etc., of Board Directors does not include the employee's salaries for Board Directors who concurrently serve as employees.

(5) Matters concerning Outside Officers

(i) Significant concurrent positions held at other companies and relationship between the Company and such other companies

Position	Name	Significant concurrent positions	Relationship between the Company
Corporate Auditor	Yoshinori Isagai	Professor, Faculty of Policy Management, Committee Member of Graduate School of Media and Governance, Keio University President, Non-profit Organization HOUSUU SCHOOL	There is no special relationship.

(ii) Major activities during the current fiscal year

	· · · · · · · · · · · · · · · · · · ·
	Status of attendance and comments made
Board Director Rikihei Egawa	He attended 15 of the 15 meetings of the Board of Directors held during the current fiscal year. At the Board of Directors' meetings he attended, he provided useful suggestions and opinions regarding the Company's management.
Corporate Takayuki Kojima	He attended 15 of the 15 meetings of the Board of Directors and 13 of the 13 meetings of the Board of Corporate Auditors held during the current fiscal year. At the Board of Directors' meetings and the Board of Corporate Auditors' meetings he attended, he provided useful suggestions and opinions regarding the Company's management.
Corporate Auditor Katsuo Yoshidomi	He attended 15 of the 15 meetings of the Board of Directors and 13 of the 13 meetings of the Board of Corporate Auditors held during the current fiscal year. At the Board of Directors' meetings and the Board of Corporate Auditors' meetings he attended, he provided useful suggestions and opinions regarding the Company's management.
Corporate Auditor Yoshinori Isagai	He attended 15 of the 15 meetings of the Board of Directors and 13 of the 13 meetings of the Board of Corporate Auditors held during the current fiscal year. At the Board of Directors' meetings and the Board of Corporate Auditors' meetings he attended, he provided useful suggestions and opinions regarding the Company's management.

(iii) Major activities and roles of Outside Board Directors

Rikihei Egawa has abundant experience in sales and marketing, and since his appointment as Outside Board Director of the Company in 2015, we have expected him to fulfill an advisory and supervisory function with respect to the Company's business operations from this perspective. As Outside Board Director of the Company, he plays an appropriate role in advising and supervising the execution of the Company's business operations through such means as actively speaking from this perspective at meetings of the Company's Board of Directors.

5. Status of Accounting Auditor

(1) Name

Grant Thornton Taiyo LLC

(2) Amount of remuneration, etc.

	Amount of remuneration, etc.
Amount of remuneration, etc., to the Accounting Auditor for the current fiscal year	28,400,000 yen
Total amount of monetary and other financial benefits payable by the Company and its subsidiaries to the Accounting Auditor	28,400,000 yen

- (Note) 1. The audit contract between the Company and the Accounting Auditor does not clearly distinguish between the amounts of audit remuneration, etc., for audits based on the Companies Act and those for audits based on the Financial Instruments and Exchange Act, and it is not practically possible to distinguish between them. Therefore, the amount of remuneration, etc., to the Accounting Auditor for the current fiscal year is the sum of these amounts.
 - 2. The Board of Corporate Auditors made a decision to agree on the amount of remuneration, etc., to be paid to the Accounting Auditor after necessary verification of the appropriateness of the details of the audit plan of the Accounting Auditor, the performance of duties by the Accounting Auditor, and the basis for calculation of the estimate of remuneration.
 - (3) Non-auditing activities Not applicable.
 - (4) Policy on dismissal or non-reappointment of Accounting Auditor

The Board of Corporate Auditors will decide the content of the proposal for dismissal or non-reappointment of the Accounting Auditor to be submitted to the General Meeting of Shareholders if it determines that such action is necessary, such as when there is a problem with the performance of the Accounting Auditor's duties.

In addition, the Board of Corporate Auditors will dismiss the Accounting Auditor with the unanimous consent of the Corporate Auditors if the Accounting Auditor is deemed to fall under any of the items of Article 340, Paragraph 1 of the Companies Act. In this case, the Corporate Auditor selected by the Board of Corporate Auditors shall report the dismissal of the Accounting Auditor and the reasons thereof at the first General Meeting of Shareholders to be convened after the dismissal.

(5) Outline of the contents of the liability limitation agreement Not applicable.

- 6. Systems to ensure the appropriateness of business operations and the status of operation of such systems
 - (1) Details of decisions on systems to ensure the appropriateness of business operations

The following are the details of the decisions made regarding the system to ensure that the execution of duties by Board Directors complies with laws, regulations, and the Articles of Incorporation, as well as other systems to ensure the appropriateness of the Company's operations.

 Systems to ensure that the execution of duties by Board Directors complies with laws, regulations, and the Articles of Incorporation

In order to ensure that the execution of duties by Board Directors complies with laws, regulations, and the Articles of Incorporation, Board Directors themselves shall promote compliance-related initiatives based on the recognition that compliance with laws, regulations, the Articles of Incorporation, and internal regulations as well as thorough enforcement of corporate ethics are fundamental to management.

The Board of Directors shall make decisions regarding the execution of important business operations in accordance with laws, regulations, the Articles of Incorporation, and internal regulations and shall supervise the execution of duties by the Board Directors.

Corporate Auditors shall audit the execution of duties by Board Directors in accordance with the Regulations of Corporate Auditors under the authority provided by laws, regulations, and internal regulations.

(ii) System for the storage and management of information related to the execution of duties by Board Directors

The Company shall appropriately store and manage documents, records and other information related to the execution of duties by Board Directors in accordance with laws, regulations, and internal regulations.

(iii) Regulations and other systems for managing the risk of loss

With respect to the management of risk of loss, Board Directors and employees (staff) shall, in accordance with the Risk Management Regulations, proactively foresee and appropriately assess business risks and take necessary measures in advance to avoid, mitigate and transfer risks or take other necessary actions so that the Company can obtain the best results at the lowest possible cost.

(iv) Systems to ensure the efficient execution of duties by Board Directors

As a system to ensure the efficient execution of duties by Board Directors, Board Directors shall make prompt and appropriate decisions and execute their duties efficiently in accordance with the Regulations of the Board of Directors, etc.

The Board of Directors shall also make decisions on basic management policies and important management matters, and shall be an organization that supervises the execution of duties by Board Directors.

(v) Systems to ensure that the execution of duties by employees (staff) complies with laws, regulations, and the Articles of Incorporation

To ensure that the execution of duties by employees (staff) complies with laws, regulations, and the Articles of Incorporation, the Company shall establish action

guidelines, develop internal regulations, etc., implement compliance education, and ensure that employees comply with laws, regulations, and corporate ethics.

In addition, an independent internal audit department shall conduct audits to confirm that business operations are being conducted legally and appropriately.

(vi) System concerning employees (staff) to assist the duties of Corporate Auditors when Corporate Auditors request such assistance

When a Corporate Auditor requests to have an employee to assist him or her in the performance of his or her duties, the Company may, upon consultation with the Corporate Auditor, assign an employee to assist the Corporate Auditor.

(vii) Matters concerning independence of the employee (staff) described in (vi) from Board Directors

In order to ensure the independence of the employee, the employee (staff) who assists the Corporate Auditors shall be an employee (staff) who is not subject to the direction and orders of the Board Directors after obtaining the prior consent of the Board of Corporate Auditors.

(viii) System for Board Directors and employees (staff) to report to Corporate Auditors and other systems related to reporting to Corporate Auditors

Board Directors and employees (staff) shall promptly report to the Corporate Auditors any occurrence or potential occurrence of matters that may have a material impact on the Company, in addition to matters that violate any laws, regulations, or the Articles of Incorporation.

In order to understand the process of important decision-making and the status of business execution, Corporate Auditors shall attend meetings of the Board of Directors and other important meetings such as Directors' meetings, as well as review important documents such as approval requests.

In addition, Corporate Auditors shall conduct individual hearings from Board Directors and each Director, etc., on a regular basis.

(ix) Other systems to ensure that audits by Corporate Auditors are conducted effectively Board Directors and employees (staff) shall strive to deepen their understanding of audits by Corporate Auditors and to create an environment that enhances the effectiveness of audits by Corporate Auditors.

In addition, Corporate Auditors shall conduct effective audit operations through regular exchanges of opinions with President and cooperation with the internal audit staff.

In addition, Corporate Auditors shall receive explanations and exchange information with the Accounting Auditor of the Company regarding the details of the accounting audit.

(2) Outline of the operation of the system to ensure the appropriateness of business operations. The following is an overview of the operation of the system to ensure the appropriateness of business operations.

(i) Execution of duties by Board Directors

To ensure that the execution of duties by Board Directors complies with laws, regulations, and the Articles of Incorporation, the Company ensures that they act in compliance with laws, regulations, the Articles of Incorporation, and internal regulations as well as in accordance with corporate ethics. The Company also ensures that the execution of duties by Board Directors is adequately audited in accordance with the Regulations of Corporate Auditors. Meetings of the Board of Directors were held 15 times during the current fiscal year to ensure prompt and appropriate decision-making and efficient business execution.

(ii) Risk management

In order to avoid and mitigate risks, Board Directors and employees (staff) are required to proactively foresee operational risks and promptly report them in accordance with the Risk Management Regulations so that appropriate measures can be taken. In addition, the Risk Management Committee was held four times during the current fiscal year to share information and assess the significance of risks. Furthermore, the internal audit staff conduct audits to confirm that legal and proper business operations are being carried out.

(iii) Regarding compliance system

In addition to matters in violation of laws and regulations or the Articles of Incorporation, the Company has established a system that enables the prompt reporting to the Corporate Auditors of the occurrence or potential occurrence of any matter that may have a significant impact on the Company, and has made this system known throughout the Company. In addition, the Company ensures that no one is treated unfavorably in personnel evaluations, etc., as a result of their reporting and Corporate Auditors are in charge of supervision. In addition, compliance training is provided to Board Directors and employees (staff) to ensure that they comply with laws, regulations, and corporate ethics.

(iv) Execution of duties by the Corporate Auditors

In order to enhance the effectiveness of audits by Corporate Auditors, we strive to enhance the understanding of Corporate Auditors' audits among Board Directors and employees (staff), and conduct appropriate auditing operations in cooperation with internal audit staff and the Accounting Auditor. During the fiscal year under review, Corporate Auditors participated in 12 Directors' meetings and performed effective auditing work. Given the size of the Company, there are no employees (staff) assigned to assist the duties of the Corporate Auditors.

Basic policy regarding control of the Company Not applicable.

Consolidated Balance Sheets

(As of March 31, 2022)

(1,000 yen)

Item	Amount	Item	Amount
(Assets)		(Liabilities)	
Current assets	3,532,087	Current liabilities	2,000,191
Cash and deposits	979,399	Notes and accounts payable – trade	599,575
Notes, accounts receivable-trade and contract assets	2,277,485	Short-term borrowings	514,550
Merchandise and finished goods	75,918	Income taxes payable	88,783
Work in process	18	Contract liabilities	204,570
Raw materials and supplies	18,065	Provision for bonuses	140,957
Other	181,199	Provision for bonuses for directors (and other officers)	23,196
Non-current assets	3,855,390	Other	428,558
Property, plant and equipment	404,754	Non-current liabilities	138,482
Buildings and structures	323,294	Asset retirement obligations	138,482
Machinery, equipment and vehicles	13,828	Total liabilities	2,138,674
Construction in progress	6,725	(Net assets)	
Other	60,907	Shareholders' equity	5,150,952
Intangible assets	1,660,924	Share capital	444,018
Software	1,537,909	Capital surplus	728,150
Software in progress	112,437	Retained earnings	4,054,056
Other	10,578	Treasury shares	Δ75,272
Investments and other assets	1,789,710	Accumulated other comprehensive income	6,184
Investment securities	151,273	Valuation difference on available-for-sale securities	6,184
Shares of subsidiaries and associates	503,341	Non-controlling interests	91,665
Leasehold and guarantee deposits	560,888		
Deferred tax assets	512,688		
Other	61,519	Total net assets	5,248,802
Total assets	7,387,477	Total liabilities and net assets	7,387,477

Consolidated Statements of Income

From April 1, 2021 to March 31, 2022

(1,000 yen)

Item	Am	ount
Net sales		8,310,717
Cost of sales		3,728,929
Gross profit		4,581,787
Selling, general and administrative expenses		3,047,166
Operating profit		1,534,621
Non-operating income		
Interest income	6	
Commission income	0	
Insurance claim income	6,913	
Subsidy income	269	
Consumption tax gain	15,673	
Other	7,610	30,474
Non-operating expenses		
Interest expenses	476	
Share of loss of entities accounted for using equity method	69,786	
Foreign exchange losses	124	
Loss on investments in investment partnerships	2,647	
Loss on retirement of non-current assets	6,466	
Other	49	79,550
Ordinary profit		1,485,545
Profit before income taxes		1,485,545
Income taxes – current	397,733	
Income taxes – deferred	144,559	542,293
Profit		943,251
Loss attributable to non-controlling interests		309
Profit attributable to owners of parent		943,561

Consolidated Statement of Changes in Equity

(From April 1, 2021 to March 31, 2022)

(1,000 yen)

	Shareholders' equity				
	Share capital	Capital surplus	Retained earnings	Treasury shares	Total shareholders' equity
Balance at beginning of period	443,749	727,880	3,110,494	(75,272)	4,206,852
Changes during period					
Issuance of new shares – exercise of share acquisition rights	269	269			539
Profit (loss) attributable to owners of parent			943,561		943,561
Net changes in items other than shareholders' equity					
Total changes during period	269	269	943,561		944,100
Balance at end of period	444,018	728,150	4,054,056	(75,272)	5,150,952

		ated other sive income		Total net assets
	Valuation difference on available-for- sale securities	Total accumulated other comprehensive income	Non- controlling interests	
Balance at beginning of period	52,861	52,861	96,175	4,355,888
Changes during period				
Issuance of new shares – exercise of share acquisition rights				539
Profit (loss) attributable to owners of parent				943,561
Net changes in items other than shareholders' equity	(46,677)	(46,677)	(4,509)	(51,187)
Total changes during period	(46,677)	(46,677)	(4,509)	892,913
Balance at end of period	6,184	6,184	91,665	5,248,802

Notes to Consolidated Financial Statements

- 1. Notes to important matters to be the basis of presenting Consolidated Financial Statements, etc.
 - (1) Matters concerning scope of consolidation
 - (i) Consolidated subsidiaries
 - Number of consolidated subsidiaries
 - Name of major consolidated subsidiaries

4 companies

OPTIM AGRI MICHINOKU Corp. OPTiM Bank Technologies Corp.

Landlog Marketing Corporation

YURASCORE Corp.

(ii) Non-consolidated subsidiaries Not applicable.

(2) Matters concerning application of equity method

(i) Non-consolidated subsidiaries and affiliates accounted for by the equity method

- Number of companies accounted

5 companies

for by the equity method

- Name of companies accounted for by the equity method

D'PULA Medical Solutions Corporation

Digital Transformation Fund Investment Limited

Partnership No. 1

NTT e-Drone Technology Corporation

DXGoGo Corporation

Net Resource Management, Inc.

- (ii) Non-consolidated subsidiaries and affiliates not accounted for by the equity method Not applicable.
- (3) Notes to changes in scope of consolidation and application of equity method

Change in scope of application of equity

method

DXGoGo Corporation, which was newly established in the current consolidated fiscal year, is included in affiliates accounted for by the equity method. During the current consolidated fiscal year, the Company newly acquired shares of Net Resource Management, Inc. and included it in its affiliates accounted for by the equity method, as it is classified as

an affiliate.

(4) Matters concerning fiscal year of consolidated subsidiaries

The fiscal year end of consolidated subsidiaries coincides with the end of the consolidated fiscal year.

- (5) Matters concerning accounting policies
 - (i) Valuation standards and methods for significant assets
 - a. Other available-for-sale securities
 - Stocks with no market price, etc.

Cost method based on the moving average method Investments in limited liability investment partnerships (deemed as securities under Article 2, Paragraph 2 of the Financial Instruments and Exchange Act) are accounted for by the net amount of the Company's equity based on the most recent financial statements available as of the financial reporting date stipulated in the partnership agreement.

b. Inventories

- Merchandise and finished goods, raw materials and supplies

Stated at cost method based on the moving-average method (the amount stated in the Balance Sheet was calculated by writing down the book value of assets due to a decline in profitability).

- Work in process

Cost method based on the specific identification method

(ii) Depreciation and amortization method for significant depreciable assets

Property, plant and equipment

Depreciation is based on the declining-balance method. However, building fixtures acquired on or after April 1, 2016 are depreciated by the straight-line method. The major useful lives are as follows:

Buildings and structures 3 to 15 years Machinery, equipment and vehicles 4 to 7 years

b. Intangible assets

- Goodwill

Goodwill is amortized on a straight-line basis over a period (within 3 years) during which its effects are expected to be recognized.

- Software for sale in the market

Amount of amortization based on estimated sales revenue or the amount equally allocated over the remaining effective period (within 3 years), whichever is larger, is recorded.

- Software for internal use

Software for internal use is amortized by the straightline method over the estimated useful life (within 5 years).

(iii) Basis for recognition of significant provisions

a. Provision for bonuses

To provide for the payment of bonuses to employees, an amount accrued for the current consolidated fiscal year among the estimated bonuses to be paid is recorded.

b. Provision for bonuses for directors (and other officers)

To provide for the payment of bonuses to Officers, an amount accrued for the current consolidated fiscal year among the estimated bonuses to be paid is recorded.

(iv) Basis for recording significant revenues and expenses

The Company has adopted "Accounting Standard for Revenue Recognition" (ASBJ Statement No. 29, March 31, 2020, hereinafter referred to as "Revenue Recognition Accounting Standard") and other related standards from the beginning of the current fiscal year, and it will recognize revenue at the amount expected to be received in exchange for the promised goods or services when control of the goods or services is transferred to the customer.

Details of major performance obligations and the usual points of time for recognizing revenue for major services or forms of transactions are described in 9. Notes to revenue recognition in the Notes to Consolidated Financial Statements.

(v) Translation of significant assets and liabilities denominated in foreign currencies into Japanese yen Monetary receivables and payables denominated in foreign currencies are translated into yen at the spot exchange rates as of the Consolidated Balance Sheet date. The difference resulting from such translation is recognized as income or loss.

2. Notes to changes in accounting policies

(Application of Accounting Standard for Revenue Recognition, etc.)

The Company has adopted "Accounting Standard for Revenue Recognition" (ASBJ Statement No. 29, March 31, 2020, hereinafter referred to as "Revenue Recognition Accounting Standard") and other related standards from the beginning of the current fiscal year, and it will recognize revenue at the amount expected to be received in exchange for the promised goods or services when control of the goods or services is transferred to the customer.

Regarding the application of the Revenue Recognition Accounting Standard, etc., the Company followed the transitional treatment prescribed in the proviso of Paragraph 84 of the Revenue Recognition Accounting Standard and calculated the cumulative effect of retroactively applying the new accounting policy prior to the beginning of the current consolidated fiscal year, but there was no such cumulative effect and no impact on profit and loss for the current consolidated fiscal year.

Due to the application of the Revenue Recognition Accounting Standard, notes and accounts receivable-trade, which was included in current assets in the consolidated balance sheet for the previous fiscal year, is now included in notes, accounts receivable-trade and contract assets from the current fiscal year. Unearned revenue included in other under current liabilities is presented as contract liabilities from the current consolidated fiscal year.

3. Notes to changes in presentation method

(Consolidated Statements of Income)

Consumption tax difference (3,479,000 yen in the previous consolidated fiscal year), which was included in Other under Non-operating income in the previous consolidated fiscal year, is presented separately in the current consolidated fiscal year as its significance has increased.

Interest expenses (45,000 yen in the previous consolidated fiscal year), which was included in Other of Nonoperating expenses in the previous consolidated fiscal year, is presented as a separate item in the current consolidated fiscal year as its significance has increased.

(Application of accounting standards for calculation of fair value, etc.)

The Accounting Standard for Calculation of Fair Value (ASBJ Statement No. 30, July 4, 2019, hereinafter referred to as the Fair Value Calculation Accounting Standard) and others are applied from the beginning of the current consolidated fiscal year. In accordance with the transitional treatment stipulated in paragraph 19 of the Fair Value Calculation Accounting Standard and paragraph 44-2 of the Accounting Standard for Financial Instruments (ASBJ Statement No. 10, July 4, 2019), the Company has decided to apply the new accounting policy stipulated by the Fair Value Calculation Accounting Standard and others prospectively and to provide information in Notes to financial instruments, such as the items regarding the breakdown of financial instruments by fair value level.

4. Notes to accounting estimates

The following are items for which an amount has been recorded in the Consolidated Financial Statements for the current consolidated fiscal year based on an accounting estimate and which may have a material effect on the Consolidated Financial Statements for the next consolidated fiscal year.

Software 1,537,909,000 yen, Software in progress 112,437,000 yen

Software and software in progress are capitalized based on the estimated license revenue plan within five years. Such estimates may be affected by uncertain future changes in economic conditions, etc., and if the actual amount of license revenue incurred differs from the estimates, it may have a significant impact on the amount of software and software in progress recorded in the Consolidated Financial Statements for the next consolidated fiscal year.

5. Notes to changes in accounting estimates

(Changes in estimates of useful lives of property, plant and equipment and asset retirement obligations)

In the current consolidated fiscal year, the Company relocated its Tokyo head office. The useful lives of noncurrent assets that will no longer be available due to the relocation were changed to the period up to the completion date of the relocation, and the assets were depreciated over the remaining period.

In addition, the Company changed its estimate of the asset retirement obligations that had been recorded as restoration obligations based on the real estate lease contract for the property prior to such relocation, as more precise estimates became available.

As a result of this change, each of operating profit, ordinary profit, and profit (loss) before income taxes for the current consolidated fiscal year decreased by 153,459,000 yen, compared to the amounts based on the previous method

6. Notes to Consolidated Balance Sheets

Amount of claims and contract assets arising from contracts with customers among notes receivable, accounts receivable, and contract assets.

Notes, accounts receivable-trade and contract assets	2,277,485,000 yen
Notes receivable	71,789,000 yen
Accounts receivable	2,100,055,000 yen
Contract assets	105.640.000 ven

Accumulated depreciation directly deducted from assets

Property, plant and equipment	268,420,000 yen
Buildings and structures	13,391,000 yen
Machinery, equipment and vehicles	29,009,000 yen
Other	226,018,000 yen

7. Notes to Consolidated Statement of Changes in Equity

(1) Type and total number of shares issued as of the end of the current consolidated fiscal year Common shares 55,139,520 share

- (2) Matters concerning dividends from surplus
 - (i) Dividends paid, etc.

Not applicable.

(ii) Dividends with a record date in the current consolidated fiscal year but an effective date in the next consolidated fiscal year

Not applicable.

(3) Type and number of shares to be issued or transferred upon exercise of stock acquisition rights (excluding those for which the first day of the exercise period has not arrived) as of the end of the current consolidated fiscal year

Common shares 401,056 shares

8. Notes to financial instruments

- (1) Matters concerning status of financial instruments
 - (i) Policy for financial instruments

The Group's policy is to invest surplus funds in highly safe financial assets as a general rule and not to engage in speculative transactions, except when there is a rational reason to do so. The Company's financing policy is to use its own funds for working capital and small capital investments in principle, and to borrow mainly from banks and other financial institutions for other investments that require large amounts of funds.

(ii) Description of financial instruments and risks associated with such financial instruments

Trade notes and accounts receivables, which are operating receivables, are exposed to the credit risk of customers.

There is a risk that a portion or the entire amount of leasehold and guarantee deposits related to real estate leases and other properties may not be collected due to the financial failure of the recipients of the leasehold and guarantee deposits.

Trade notes and accounts payable, which are operating payables, are mostly due within one month.

(iii) Risk management system for financial instruments

- a. Management of credit risk (risk related to nonperformance of contracts by counterparties, etc.) In accordance with the Credit Management Regulations, the Group's sales department regularly monitors the status of major customers and manages due dates and outstanding balances by counterparty in order to early identify and mitigate potential collection risks due to deterioration of financial conditions and other factors. The Company also periodically monitors the status of counterparties with respect to leasehold and guarantee deposits.
- Management of liquidity risk (risk of being unable to make payments on due dates) related to fund procurement

The Group manages liquidity risk by preparing and updating funding plans in a timely manner by the department in charge based on reports from each department and by maintaining liquidity on hand.

(iv) Supplementary explanation of matters concerning fair value, etc., of financial instruments

The fair value of financial instruments includes values based on market prices as well as reasonably calculated values in cases where market prices are not available. Since variable factors are incorporated in the calculation of such value, such value may change due to the adoption of different assumptions, etc.

(2) Matters concerning fair value, etc., of financial instruments

The Consolidated Balance Sheet amount, fair value and the difference between the two as of March 31, 2022 are as follows. Please refer to (Note 2) as equities and other securities with no market price are not included in the following table.

	The Consolidated Balance Sheet amount (1,000 yen)	Fair value (1,000 yen)	Difference (1,000 yen)
Leasehold and guarantee deposits	560,888	538,895	(21,992)
Total assets	560,888	538,895	(21,992)

(Note 1) "Cash and deposits," "Notes and accounts receivable - trade, and contract assets," "Notes and accounts payable - trade," "Short-term borrowings" and "Income taxes payable" are omitted as they are cash and their fair value approximates their book value due to their short maturities.

(Note 2) Stocks, etc., with no market price

Classification	The Consolidated Balance Sheet amount (1,000 yen)
Investments in limited liability investment partnerships	168,454
Unlisted stocks	486,160

^{*} These are not included in (2) Matters concerning fair value, etc., of financial instruments as they do not have market prices.

(Note 3) Redemption schedule of monetary claims after the Consolidated Balance Sheet date

	Within 1 year (1,000 yen)	Over 1 year Within 5 years (1,000 yen)	Over 5 years Within 10 years (1,000 yen)	Over 10 years (1,000 yen)
Cash and deposits	979,399	-	_	-
Notes, accounts receivable-trade and contract assets	2,277,485	-	-	-
Leasehold and guarantee deposits	215,485	-		-
Total	3,472,370	-	_	-

^{*} Of the 560,888,000 yen of leasehold and guarantee deposits recorded on the Consolidated Balance Sheet, 345,403,000 yen is not included in the above table as the redemption schedule cannot be clearly determined.

(Note 4) Amount of short-term borrowings scheduled to be repaid after the Consolidated Balance Sheet date

	Within 1 year (1,000 yen)	Over 1 year Within 5 years (1,000 yen)	Over 5 years Within 10 years (1,000 yen)	Over 10 years (1,000 yen)
Short-term borrowings	514,550	-	-	-
Total	514,550	_	_	_

(3) Matters concerning the breakdown of the fair value of financial instruments by appropriate classification. The fair value of financial instruments is classified into the following three levels based on the observability and materiality of the inputs used to calculate fair value.

Level 1 fair value: Fair value calculated based on market prices for assets or liabilities subject to the calculation of such fair value that are formed in an active market among the inputs for the calculation of observable fair value

Level 2 fair value: Fair value calculated using inputs for the calculation of observable fair value other than Level 1 inputs among the inputs for the calculation of observable fair value

Level 3 fair value: Fair value calculated using inputs for calculating unobservable fair value

When multiple inputs that have a significant impact on the calculation of fair value are used, fair value is classified to the level with the lowest priority in the calculation of fair value among the levels to which each of those inputs belongs.

 Financial instruments recorded on the Consolidated Balance Sheets at fair value There are no applicable financial instruments.

(ii) Financial instruments other than those recorded on the Consolidated Balance Sheets at fair value

Cotonomi	Fair value (1,000 yen)				
Category	Level 1	Level 2	Level 3	Total	
Leasehold and guarantee deposits	-	538,895	-	538,895	
Total assets	_	538,895	_	538,895	

(Note) Explanation of valuation techniques used in the calculation of fair value and inputs related to the calculation of fair value

The fair value of leasehold and guarantee deposits is calculated based on the present value of future cash flows discounted at the risk-free rate and classified as Level 2 fair value.

- 9. Notes to revenue recognition
 - (1) Information that disaggregates revenue from contracts with customers

Fiscal year ended March 31, 2022 (From April 1, 2021 to March 31, 2022)

riscal year chided March 51, 2022 (Fibil	171pm 1, 2021 to Water 31, 2022
	Amount of money (1,000 yen)
Stock-type revenue	6,065,963
Flow-type revenue	2,244,753
Revenue from contracts with customers	8,310,717
Sales to external customers	8,310,717

(2) Information that provides a basis for understanding revenues and the amount of revenues for the current and subsequent consolidated fiscal years

For contracts with customers in the Group's main services, revenue is recognized over a period of time as performance obligations are satisfied.

(i) Stock-type revenue

Contracts in stock-based income are obligated to provide services over the contract period. Revenue is recognized over a period of time upon satisfaction of performance obligations in contracts with customers.

The Group applies the practical expedient method in noting the transaction price allocated to the remaining performance obligations and does not include royalties based on sales or amount of use among intellectual property licensing agreements in the notes. The Group expects that almost all of these royalties will be recognized as revenue within one year. Contracts for which a fixed amount can be billed based on the duration of services rendered are not included in the scope of the note because the Company is entitled to receive from the customer the amount of consideration that directly corresponds to the value to the customer for the portion of performance completed to date, and therefore recognizes revenue at the amount it is entitled to bill in accordance with paragraph 19 of the Guidance on Accounting Standard for Revenue Recognition.

(ii) Flow-type revenue

For contracts in flow-type revenue, the Company is obligated to develop software and provide it to the customer based on the contract. For quasi-contracts, the Company is obligated to develop the software over the contract period based on the contract. Revenue is recognized over a period of time upon satisfaction of performance obligations in contracts with customers.

The Group applies the practical expedient method in noting the transaction price allocated to the remaining performance obligations and does not include contracts with an initial expected contract period of one year or less in the notes.

10. Notes to per share information

(1) Net assets per share

93.68 yen

(2) Basic earnings per share

17.14 yen

11. Notes to significant subsequent events Not applicable.

Balance Sheets (As of March 31, 2022)

(1,000 yen)

Item	Amount	Item	Amount
(Assets)		(Liabilities)	
Current assets	3,363,972	Current liabilities	1,945,676
Cash and deposits	826,260	Accounts payable - trade	580,937
Notes, accounts receivable-trade and contract assets	2,181,660	Short-term borrowings	500,000
Merchandise and finished goods	59,192	Accounts payable - other	304,666
Work in process	18	Accrued expenses	53,200
Raw materials and supplies	17,336	Income taxes payable	85,170
Prepaid expenses	95,852	Accrued consumption taxes	38,521
Other	183,652	Contract liabilities	199,672
Non-current assets	3,949,481	Deposits received	19,353
Property, plant and equipment	401,654	Provision for bonuses	143,253
Buildings	322,314	Provision for bonuses for directors (and other officers)	20,900
Machinery and equipment	12,585	Non-current liabilities	138,482
Vehicles	0	Asset retirement obligations	138,482
Tools, furniture and fixtures	60,029	Total liabilities	2,084,158
Construction in progress	6,725	(Net assets)	
Intangible assets	1,639,405	Shareholders' equity	5,223,110
Software	1,526,807	Share capital	444,018
Software in progress	112,437	Capital surplus	728,150
Other	161	Legal capital surplus	408,518
Investments and other assets	1,908,421	Other capital surplus	319,631
Investment securities	151,183	Retained earnings	4,126,214
Shares of subsidiaries and associates	607,388	Other retained earnings	4,126,214
Leasehold and guarantee deposits	559,741	Reserve for investment loss	57,147
Deferred tax assets	488,971	Retained earnings brought forward	4,069,066
Other	101,136	Treasury shares	(75,272)
		Valuation and translation adjustments	6,184
		Valuation difference on available-for-sale securities	6,184
		Total net assets	5,229,295
Total assets	7,313,454	Total liabilities and net assets	7,313,454

Statements of Income

From April 1, 2021 to March 31, 2022

(1,000 yen)

Item	Am	nount
Net sales		7,976,542
Cost of sales		3,476,808
Gross profit		4,499,734
Selling, general and administrative expenses		2,967,049
Operating profit		1,532,685
Non-operating income		
Interest income	1,203	
Commission income	0	
Insurance claim income	6,913	
Subsidy income	269	
Consumption tax gain	14,195	
Other	13,197	35,780
Non-operating expenses		
Interest expenses	293	
Foreign exchange losses	124	
Loss on investments in investment partnerships	3,705	
Loss on retirement of non-current assets	6,466	
Other	49	10,639
Ordinary profit		1,557,826
Profit before income taxes		1,557,826
Income taxes - current	393,138	
Income taxes - deferred	151,620	544,758
Profit		1,013,067

Statement of Changes in Equity

(From April 1, 2021 to March 31, 2022)

(1,000 yen)

	Shareholders' equity						
		Capital surplus		Retained earnings			
	Share				Other retain	ed earnings	Total
	capital	Legal capital surplus	Other capital surplus	Total capital surplus	Reserve for investment loss	or Retained retained	
Balance at beginning of period	443,749	408,249	319,631	727,880	53,248	3,059,898	3,113,146
Changes during period							
Issuance of new shares - exercise of share acquisition rights	269	269		269			
Provision of reserve for investment loss					3,899	(3,899)	_
Profit						1,013,067	1,013,067
Net changes in items other than shareholders' equity							
Total changes during period	269	269	-	269	3,899	1,009,168	1,013,067
Balance at end of period	444,018	408,518	319,631	728,150	57,147	4,069,066	4,126,214

	Sharehold	hareholders' equity Valuation and translation adjustments			
	Treasury shares	Total shareholders' equity	Valuation difference on available-for- sale securities	Total valuation and translation adjustments	Total assets
Balance at beginning of period	(75,272)	4,209,503	52,861	52,861	4,262,365
Changes during period					
Issuance of new shares - exercise of share acquisition rights		539			539
Provision of reserve for investment loss		_			-
Profit		1,013,067			1,013,067
Net changes in items other than shareholders' equity			(46,677)	(46,677)	(46,677)
Total changes during period	_	1,013,606	(46,677)	(46,677)	966,929
Balance at end of period	(75,272)	5,223,110	6,184	6,184	5,229,295

Notes to Non-consolidated Financial Statements

- 1. Notes to significant accounting policies
 - (1) Valuation standards and methods for assets
 - (i) Valuation standards and methods for securities
 - a. Shares of subsidiaries and affiliates Cost method based on the moving average method
 - b. Other available-for-sale securities
 - Stocks with no market price, etc.

Cost method based on the moving average method

Investments in limited liability investment partnerships (deemed as securities under Article 2, Paragraph 2 of the Financial Instruments and Exchange Act) are accounted for by the net amount of the Company's equity based on the most recent financial statements available as of the financial reporting date

stipulated in the partnership agreement.

(ii) Valuation standards and methods for inventories

- Merchandise and finished goods, raw materials and supplies

Stated at cost method based on the moving-average method (the amount stated in the Balance Sheet was calculated by writing down the book value of assets due to a decline in profitability). Cost method based on the specific identification method

- Work in process

(2) Depreciation method for non-current assets 1) Property, plant and equipment

Depreciation is based on the declining-balance method. However,

3 to 10 years

building fixtures acquired on or after April 1, 2016 are

depreciated by the straight-line method.

The major useful lives are as follows:

Tools, furniture and fixtures

Buildings 3 to 15 years Machinery and Equipment 4 to 7 years Vehicles 4 years

2) Intangible assets

- Goodwill

Goodwill is amortized on a straight-line basis over a period (within 3 years) during which its effects are expected to be recognized.

- Software for sale in the market

Amount of amortization based on estimated sales revenue or the amount equally allocated over the remaining effective period

(within 3 years), whichever is larger, is recorded.

Software for internal use is amortized by the straight-line method

over the estimated useful life (within 5 years).

- Software for internal use (3) Basis for recognition of provisions

1) Provision for bonuses

To provide for the payment of bonuses to employees, an amount accrued for the current fiscal year among the estimated bonuses to be paid is recorded.

other officers)

2) Provision for bonuses for directors (and To provide for the payment of bonuses to Officers, an amount accrued for the current fiscal year among the estimated bonuses to be paid is recorded.

(4) Basis for recording significant revenues and expenses

The Company has adopted "Accounting Standard for Revenue Recognition" (ASBJ Statement No. 29, amended on March 31, 2020, hereinafter referred to as "Revenue Recognition Accounting Standard") and other related standards from the beginning of the current fiscal year, and it will recognize revenue at the amount expected to be received in exchange for the promised goods or services when control of the goods or services is transferred to the customer.

Details of major performance obligations and the usual points of time for recognizing revenue for major services or forms of transactions are described in 9. Notes to revenue recognition in the Notes to Consolidated Financial Statements.

(5) Conversion of assets and liabilities denominated in foreign currencies into Japanese yen

Monetary receivables and payables denominated in foreign currencies are converted into yen at the spot exchange rates as of the end of fiscal year. The difference resulting from such conversion is recognized as income or loss.

2. Notes to changes in accounting policies

(Application of Accounting Standard for Revenue Recognition, etc.)

The Company has adopted "Accounting Standard for Revenue Recognition" (ASBJ Statement No. 29, amended on March 31, 2020, hereinafter referred to as "Revenue Recognition Accounting Standard") and other related standards from the beginning of the current fiscal year, and it will recognize revenue at the amount expected to be received in exchange for the promised goods or services when control of the goods or services is transferred to the customer.

With respect to the application of the Revenue Recognition Accounting Standard, etc., the Company has followed the transitional treatment prescribed in the proviso of Paragraph 84 of the Revenue Recognition Accounting Standard, and it has calculated the cumulative effect of retroactively applying the new accounting policy prior to the beginning of the current fiscal year, but there was no such cumulative effect and no impact on profit and loss for the current fiscal year.

Due to the adoption of the Revenue Recognition Accounting Standard, etc., "Notes receivable" and "Accounts receivable," which were included in "Current assets" in the Balance Sheet in the previous fiscal year, are included in "Notes receivable, accounts receivable and contract assets" in the current fiscal year, and "Unearned revenue," which was included in "Current liabilities," is included in "Contract liabilities" in the current fiscal year.

3. Notes to changes in presentation method

(Statements of Income)

Consumption tax difference (351,000 year in the previous fiscal year), which was included in Other under Non-operating income in the previous fiscal year, is presented separately in the current fiscal year as its significance has increased.

4. Notes to accounting estimates

The following are items for which an amount has been recorded in the financial statements for the current fiscal year based on an accounting estimate and which may have a material effect on the financial statements for the next fiscal year.

Software 1,526,807,000 yen, Software in progress 112,437,000 yen

Software and software in progress are capitalized based on the estimated license revenue plan within five years. Such estimates may be affected by uncertain future changes in economic conditions, etc., and if the actual amount of license revenue incurred differs from the estimates, it may have a significant impact on the amount of software and software in progress recorded in the financial statements for the next fiscal year.

5. Notes to changes in accounting estimates

(Changes in estimates of useful lives of property, plant and equipment and asset retirement obligations)

The Company relocated its Tokyo Head Office during the current fiscal year. The useful lives of fixed assets that will no longer be available upon relocation are changed to the period up to the completion date of the relocation, and the assets are depreciated over the remaining period.

In addition, the Company changed its estimate of the asset retirement obligations that had been recorded as restoration obligations based on the real estate lease contract for the property prior to such relocation, as more precise estimates became available.

As a result, operating income, ordinary income, and income before income taxes for the current fiscal year decreased by 153,459,000 yen, respectively, compared to the amounts calculated by the previous method.

Notes to Balance Sheets

(1	Accumulated	depreciation	directly	deducted	from assets

Property, plant and equipment	264,896,000 yen
Buildings	12,944,000 yen
Machinery and equipment	27,288,000 yen
Vehicles	975,000 yen
Tools, furniture and fixtures	223,687,000 yen

(2) Monetary receivables from and payables to subsidiaries and affiliates

Short-term monetary receivables	225,310,000 yen
Long-term monetary receivables	39,850,000 yen
Short-term monetary payables	14,220,000 yen

Total amount of monetary receivables from and monetary payables to Board Directors

and Corporate Auditors

Monetary payables 1,453,000 yen

7. Notes to Statements of Income

Transactions with subsidiaries and affiliates

Operating transactions (revenue)	124,877,000 yen
Operating transactions (expense)	56,484,000 yen
Non-operating transactions (revenue)	41.688.000 ven

8. Notes to Statement of Changes in Equity

Type and number of treasury shares as of the end of the current fiscal year Common shares 89.348 Shares

9. Notes to tax effect accounting

Breakdown of deferred tax assets and deferred tax liabilities by major cause

Deferred tax assets

Provision for bonuses	43,864,000 yen			
Provision for bonuses for directors (and other officers)	6,399,000 yen			
Asset retirement obligations	42,403,000 yen			
Accrued enterprise tax	9,761,000 yen			
Accrued expenses	14,484,000 yen			
Accounts payable - trade	11,207,000 yen			
Accounts payable - other	11,094,000 yen			
Prepaid expenses	6,055,000 yen			
Accounts receivable - other	493,000 yen			
Excess depreciation	453,047,000 yen			
Other	31,057,000 yen			
Deferred tax assets, Subtotal	629,868,000 yen			
Valuation allowance	(71,047,000) yen			
Total deferred tax assets	558,821,000 yen			
Deferred tax liabilities				
Removal costs corresponding to asset retirement obligations	(41,899,000) yen			
Reserve for investment loss	(25,221,000) yen			
Valuation difference on available-for-sale securities	(2,729,000) yen			
Deferred tax liabilities, Total	(69,850,000) yen			
Deferred tax assets, net	488,971,000 yen			

10. Notes to non-current assets used under leases

In addition to the non-current assets recorded on the Balance Sheet, certain office equipment and other assets are used under finance lease contracts that do not transfer ownership of the leased property to the lessee.

(1) Leased property acquisition cost, accumulated depreciation and book value as of the end of the fiscal year

(1) Leased property acquisition cost, accumulated depreciation and book value as of the end of the insear year				
	Acquisition cost	Accumulated depreciation	Book value as of the end of the fiscal year	
Tools, furniture and fixtures	9,234,000 yen	6,165,000 yen	3,068,000 yen	
Vehicles	3,378,000 yen	653,000 yen	2,724,000 yen	
Total	12,612,000 yen	6,818,000 yen	5,793,000 yen	

The acquisition cost is calculated based on the interest paid inclusive method, since the balance of future lease payments is small in the balance of property, plant and equipment, etc., at the end of the fiscal year.

(2) Balance of future lease payments at the end of the period

Within 1 year	1 2	1	3,336,000 yen
Over 1 year			2,437,000 yen
Total			5,774,000 yen

The balance of future lease payments at the end of the period is calculated based on the interest paid inclusive method, since the balance of future lease payments is small in the balance of property, plant and equipment, etc., at the end of the fiscal year.

(3) Lease payments and depreciation expense

Lease payments 1,846,000 yen
Depreciation expense 1,846,000 yen

(4) Calculation method for depreciation expense

Depreciation is calculated by the straight-line method over the lease term with a residual value of zero.

11. Notes to revenue recognition

The information that forms the basis for understanding revenue from contracts with customers is identical to that presented in 9. Notes to revenue recognition in the Notes to Consolidated Financial Statements, and therefore, notes have been omitted.

12. Notes to related-party transactions

Company, etc.

Туре	Name of company, etc.	Percentage of voting rights, etc., owned by the Company	transactions	Amount of transaction (1,000 yen)	Account	Balance at end of year (1,000 yen)
Subsidiaries		owned by the	Loan of funds (Note)	60,000	Other current securities Other investments and other assets	133,850

(Note) For loans of funds, the interest rate is reasonably determined in consideration of market interest rates.

13. Notes to per share information

(1) Net assets per share 94.99 yen (2) Basic earnings per share 18.40 yen

14. Notes to significant subsequent events Not applicable.

Independent Auditor's Audit Report

May 26, 2022

To the Board of Directors of OPTiM Corporation

Grant Thornton Taiyo LLC

Tokyo Office

Designated Limited Liability Partner
Corporate Executive Partner
Designated Limited Liability Partner
Corporate Executive Partner

Audit opinions

We have audited the Consolidated Financial Statements, comprising the Consolidated Balance Sheet, the Consolidated Statements of Income, the Consolidated Statement of Changes in Equity, and the Notes to the Consolidated Financial Statements of OPTiM Corporation for the fiscal year from April 1, 2021 to March 31, 2022, in accordance with Article 444, Paragraph 4 of the Companies Act.

We confirm that the above Consolidated Financial Statements present fairly, in all material respects, the financial position and results of operations of the Group, which consisted of OPTiM Corporation and consolidated subsidiaries, for the period, for which the Consolidated Financial Statements were prepared, in conformity with Accounting Standard generally accepted in Japan.

Basis for audit opinion

We have audited in accordance with the auditing standards generally accepted in Japan. Our responsibility under the auditing standards is stated in "Auditor's responsibility in auditing the Consolidated Financial Statements." We are independent of the Company and its consolidated subsidiaries in accordance with the rules of professional ethics in Japan, and we have fulfilled our other ethical responsibilities as auditors. We believe that we have obtained sufficient and appropriate audit evidence that forms the basis for our opinion.

Other statements

The other statements are the business report and its supporting schedules. Management is responsible for preparing and disclosing other statements. The responsibility of the Corporate Auditors and the Board of Corporate Auditors is to monitor the execution of duties by the Board Directors in the preparation and operation of the process for reporting other statements.

Our audit opinion on the Consolidated Financial Statements does not cover other statements and, accordingly, we express no opinion on them.

Our responsibility in the audit of the Consolidated Financial Statements is to read the other statements carefully and, in the course of that reading, to consider whether there are material differences between the other statements and the Consolidated Financial Statements or our knowledge obtained in the audit, and to pay attention to whether there is any indication of material errors in the other statements other than such material differences.

If, based on the work we have performed, we determine that there are material errors in the other statements, we are required to report those facts.

We have no other matters to report with respect to the other statements.

Responsibility of management, Corporate Auditors, and Board of Corporate Auditors for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the Consolidated Financial Statements in conformity with Accounting Standard generally accepted in Japan. This includes the establishment and operation of internal control deemed necessary by management to prepare and properly present Consolidated Financial Statements that are free from material misstatement, either due to fraud or error.

In preparing Consolidated Financial Statements, management evaluates whether it is appropriate to prepare Consolidated Financial Statements based on the premise of going concern, and if it is necessary to disclose matters concerning going concern in accordance with Accounting Standard generally accepted in Japan, management is responsible for disclosing such matters.

The responsibility of the Corporate Auditors and the Board of Corporate Auditors is to monitor the execution of duties by the Board Directors in the preparation and operation of the financial reporting process.

Auditor's responsibility in auditing the Consolidated Financial Statements

The auditor is responsible for obtaining reasonable assurance about whether the Consolidated Financial Statements as a whole are free of material misstatement, whether due to fraud or error, based on the audit performed by the auditor, and for expressing an opinion on the Consolidated Financial Statements from an independent standpoint in the audit report. A misstatement is considered to be material if it could have been caused by fraud or error and, individually or in the aggregate, could reasonably be expected to affect the decisions of users of the Consolidated Financial Statements.

Throughout the audit process, the auditor will exercise professional judgment in accordance with auditing standards generally accepted in Japan and will conduct the following with professional skepticism.

- Identify and assess the risk of material misstatement due to fraud or error. Develop and implement audit procedures that address the risks of material misstatement as well. The selection and application of audit procedures are at the auditor's discretion. Obtain sufficient and appropriate audit evidence that forms the basis for the opinion.
- The purpose of an audit of the Consolidated Financial Statements is not to express an opinion on the effectiveness of the entity's internal control; however, in making those risk assessments, the auditor shall consider internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of the accounting policies and methods of application thereof adopted by management, the reasonableness of the accounting estimates made by management, and the adequacy of related note disclosures.

- Conclude whether it is appropriate for management to prepare the Consolidated Financial Statements on a going concern basis and, based on the audit evidence obtained, whether there are material uncertainties regarding events or conditions that might cast significant doubt on the entity's ability to continue as a going concern. If a material uncertainty regarding the entity's ability to continue as a going concern exists, we are required to draw attention to the notes to the Consolidated Financial Statements in the audit report or, if the notes to the Consolidated Financial Statements are not appropriate with respect to the material uncertainty, to express a modified opinion regarding the Consolidated Financial Statements. Although the auditor's conclusions are based on audit evidence obtained up to the date of the audit report, it is possible that future events or circumstances may make it impossible for the entity to continue as a going concern.
- Evaluate whether the presentation and notes to the Consolidated Financial Statements conform to Accounting Standard generally accepted in Japan, and whether the Consolidated Financial Statements, including the related notes, present fairly the underlying transactions and accounting events, as well as the overall presentation, structure and content of the Consolidated Financial Statements that include the related notes.
- Obtain sufficient and appropriate audit evidence regarding the financial information of the Company and its consolidated subsidiaries to enable us to express an opinion on the Consolidated Financial Statements. The auditor is responsible for directing, supervising and performing the audit of the Consolidated Financial Statements. The auditor shall be solely responsible for the auditor's opinions.

The auditor shall report to the Corporate Auditors and the Board of Corporate Auditors on the scope and timing of the planned audit, significant audit findings, including material deficiencies in internal controls that have been identified in the course of conducting the audit, and other matters required by the auditing standards.

The auditor shall report to the Corporate Auditors and the Board of Corporate Auditors on the auditor's compliance with the provisions of professional ethics in Japan regarding independence, on matters that may reasonably be considered to affect the auditor's independence, and on safeguards, if any, taken to remove or reduce disincentives.

Conflicts of interest

There are no interests between the Company or its consolidated subsidiaries and our audit firm or its executive partners that should be disclosed pursuant to the provisions of the Certified Public Accountants Law.

End

Independent Auditor's Audit Report

May 26, 2022

To the Board of Directors of OPTiM Corporation

Grant Thornton Taiyo LLC Tokyo Office

Designated Limited Liability Partner
Corporate Executive Partner
Designated Limited Liability Partner
Corporate Executive Partner

Audit opinions

We have audited the Non-consolidated Financial Statements, comprising the Non-consolidated Balance Sheet, the Non-consolidated Statements of Income, the Non-consolidated Statement of Changes in Equity, and the Notes to the Non-consolidated Financial Statements (hereinafter referred to as "Non-consolidated Financial Statements, etc.") of OPTiM Corporation for the 22nd fiscal year from April 1, 2021 to March 31, 2022, in accordance with Article 436, Paragraph 2, Item 1 of the Companies Act.

We confirm that the above Non-consolidated Financial Statements, etc., present fairly, in all material respects, the financial position and results of operations of OPTiM Corporation for the period, for which the Non-consolidated Financial Statements, etc., were prepared, in conformity with Accounting Standards generally accepted in Japan.

Basis for audit opinion

We have audited in accordance with the auditing standards generally accepted in Japan. Our responsibility under the auditing standards is stated in "Auditor's responsibility in auditing the Non-consolidated Financial Statements, etc." We are independent of the Company in accordance with the rules of professional ethics in Japan, and we have fulfilled our other ethical responsibilities as auditors. We believe that we have obtained sufficient and appropriate audit evidence that forms the basis for our opinion.

Other statements

The other statements are the business report and its supporting schedules. Management is responsible for preparing and disclosing other statements. The responsibility of the Corporate Auditors and the Board of Corporate Auditors is to monitor the execution of duties by the Board Directors in the preparation and operation of the process for reporting other statements.

Our audit opinion on the Non-consolidated Financial Statements, etc., does not cover other statements and, accordingly, we express no opinion on them.

Our responsibility in the audit of the Non-consolidated Financial Statements, etc., is to read the other statements carefully and, in the course of that reading, to consider whether there are material differences between the other statements and the Non-consolidated Financial Statements, etc., or our knowledge obtained in the audit, and to pay attention to whether there is any indication of material errors in the other statements other than such material differences.

If, based on the work we have performed, we determine that there are material errors in the other statements, we are required to report those facts.

We have no other matters to report with respect to the other statements.

Responsibility of management, Corporate Auditors, and Board of Corporate Auditors for the Non-consolidated Financial Statements, etc.

Management is responsible for the preparation and fair presentation of the Non-consolidated Financial Statements, etc., in conformity with Accounting Standard generally accepted in Japan. This includes the establishment and operation of internal control deemed necessary by management to prepare and properly present Non-consolidated Financial Statements, etc., that are free from material misstatement, either due to fraud or error.

In preparing the Non-consolidated Financial Statements, etc., management evaluates whether it is appropriate to prepare Non-consolidated Financial Statements, etc., based on the premise of going concern, and if it is necessary to disclose matters concerning going concern in accordance with Accounting Standard generally accepted in Japan, management is responsible for disclosing such matters.

The responsibility of the Corporate Auditors and the Board of Corporate Auditors is to monitor the execution of duties by the Board Directors in the preparation and operation of the financial reporting process.

Auditor's responsibility in auditing the Non-consolidated Financial Statements, etc.

The auditor is responsible for obtaining reasonable assurance about whether the Non-consolidated Financial Statements, etc., as a whole are free of material misstatement, whether due to fraud or error, based on the audit performed by the auditor, and for expressing an opinion on the Non-consolidated Financial Statements, etc., from an independent standpoint in the audit report. A misstatement is considered to be material if it could have been caused by fraud or error and, individually or in the aggregate, could reasonably be expected to affect the decisions of users of the Non-consolidated Financial Statements, etc.

Throughout the audit process, the auditor will exercise professional judgment in accordance with auditing standards generally accepted in Japan and will conduct the following with professional skepticism.

- Identify and assess the risk of material misstatement due to fraud or error. Develop and implement audit procedures that address the risks of material misstatement as well. The selection and application of audit procedures are at the auditor's discretion. Obtain sufficient and appropriate audit evidence that forms the basis for the opinion.
- The purpose of an audit of the Non-consolidated Financial Statements, etc., is not to express an opinion on the effectiveness of the entity's internal control; however, in making those risk assessments, the auditor shall consider internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of the accounting policies and methods of application thereof adopted by management, the reasonableness of the accounting estimates made by management, and the adequacy of related note disclosures.

- Conclude whether it is appropriate for management to prepare the Non-consolidated Financial Statements, etc., on a going concern basis and, based on the audit evidence obtained, whether there are material uncertainties regarding events or conditions that might cast significant doubt on the entity's ability to continue as a going concern. If a material uncertainty regarding the entity's ability to continue as a going concern exists, we are required to draw attention to the notes to the Non-consolidated Financial Statements, etc., in the audit report or, if the notes to the Non-consolidated Financial Statements, etc., are not appropriate with respect to the material uncertainty, to express a modified opinion regarding the Non-consolidated Financial Statements, etc. Although the auditor's conclusions are based on audit evidence obtained up to the date of the audit report, it is possible that future events or circumstances may make it impossible for the entity to continue as a going concern.
- Evaluate whether the presentation and notes to the Non-consolidated Financial Statements, etc., conform to Accounting Standards generally accepted in Japan, and whether the Non-consolidated Financial Statements, etc., including the related notes, present fairly the underlying transactions and accounting events, as well as the overall presentation, structure and content of the Non-consolidated Financial Statements, etc., that include the related notes.

The auditor shall report to the Corporate Auditors and the Board of Corporate Auditors on the scope and timing of the planned audit, significant audit findings, including material deficiencies in internal controls that have been identified in the course of conducting the audit, and other matters required by the auditing standards.

The auditor shall report to the Corporate Auditors and the Board of Corporate Auditors on the auditor's compliance with the provisions of professional ethics in Japan regarding independence, on matters that may reasonably be considered to affect the auditor's independence, and on safeguards, if any, taken to remove or reduce disincentives.

Conflicts of interest

There are no interests between the Company and the audit firm or its executive partners that should be disclosed pursuant to the provisions of the Certified Public Accountants Law.

End

Audit Report

With respect to the Board Directors' performance of their duties during the 22nd fiscal year from April 1, 2021 to March 31, 2022, the Board of Corporate Auditors, based on the audit reports prepared by each of the Corporate Auditors, has prepared this audit report and hereby reports as follows as the unanimous opinion of all the Corporate Auditors after deliberation.

- 1. Method and details of audits by Corporate Auditors and the Board of Corporate Auditors
 - (1) The Board of Corporate Auditors established the audit policy and audit plan for the current fiscal year, received reports from each Corporate Auditor on the status and results of their audits, received reports from the Board Directors, etc., and the Accounting Auditor on the status of execution of their duties, and requested explanations as necessary.
 - (2) In accordance with the audit policy and audit plan, etc., established by the Board of Corporate Auditors, each Corporate Auditor endeavored to communicate with the Board Directors, internal audit staff, other employees, etc., to collect information and develop the audit environment, and conducted audits in the following manner.
 - a. Attended meetings of the Board of Directors and other important meetings, received reports from Board Directors and persons in charge of internal audit on the status of execution of their duties, requested explanations as necessary, perused important approval documents, etc., and investigated the status of operations and assets at the head office and principal business offices. With respect to subsidiaries, we communicated and exchanged information with Board Directors, Corporate Auditors, and others of the subsidiaries, and received business reports from the subsidiaries as necessary.
 - b.With respect to a system to ensure that the execution of duties by Board Directors as stated in the Business Report complies with laws and regulations and the Articles of Incorporation of the Company, details of the resolution of the Board of Directors regarding the development of other systems stipulated in Article 100, Paragraphs 1 and 3 of the Enforcement Regulations of the Companies Act as necessary to ensure the appropriateness of business operations of a stock company, and the systems established in accordance with such resolutions (the internal control system), we have regularly received reports from Board Directors and employees, etc., on the status of its establishment and operation, and when necessary, we have requested explanations and expressed our opinions.
 - c. We monitored and verified whether the Accounting Auditor maintained its independence and conducted appropriate audits, as well as received reports from the Accounting Auditor on the execution of its duties and requested explanations as necessary. In addition, we received notice from the Accounting Auditor that systems to ensure that duties are performed properly (matters set forth in each item of Article 131 of the Corporate Calculation Regulations) are maintained in accordance with the Quality Control Standards for Audits (Business Accounting Council, October 28, 2005) and other relevant standards, and sought explanations as necessary.

Based on the above methods, we have examined the Business Report and its supporting schedule, the Non-consolidated Financial Statements (Non-consolidated Balance Sheet, Non-consolidated Statements of Income, Non-consolidated Statement of Changes in Equity, and Notes to Non-consolidated Financial Statements) and its supporting schedules, and the Consolidated Financial Statements (Consolidated Balance Sheet, Consolidated Statements of Income, Consolidated Statement of Changes in Equity and Notes to Consolidated Financial Statements) for the current fiscal year.

2. Audit results

- (1) Results of audit of Business Reports, etc.
 - a.In our opinion, the Business Report and its supporting schedules present fairly the condition of the Company in conformity with applicable laws and regulations and the Articles of Incorporation of the Company.
 - b.We have found no misconduct or material facts in violation of laws and regulations or the Articles of Incorporation in connection with the Board Directors' performance of their duties.
 - c.In our opinion, the contents of the resolution of the Board of Directors regarding the internal control system are appropriate. In addition, we have found no matters to be pointed out with respect to the descriptions in the Business Report and the execution of duties by the Board Directors with respect to such internal control system.
- (2) Results of audit of Financial Statements and supplementary schedules In our opinion, the auditing methods and results of the Accounting Auditor, Grant Thornton Taiyo LLC, are appropriate.
- (3) Results of audit of Consolidated Financial Statements
 In our opinion, the auditing methods and results of the Accounting Auditor, Grant
 Thornton Taivo LLC, are appropriate.

May 26, 2022

Board of Corporate Auditors of OPTIM Corporation

Outside Corporate Auditor (full-time)	Takayuki Kojima	seal
Outside Corporate Auditor	Katsuo Yoshidomi	seal
Outside Corporate Auditor	Yoshinori Isagai	seal

End

Reference Documents for the General Meeting of Shareholders

Proposal 1: Partial amendment to the Articles of Incorporation

- 1. Reason for change
 - The Articles of Incorporation are being amended in accordance with the enforcement of the Act for Partially Amending the Industrial Competitiveness Enhancement Act on June 16, 2021, which permits the holding of General Meetings of Shareholders without a fixed place (so-called virtual-only General Meeting of Shareholders). We believe that the virtual-only General Meeting of Shareholders, including those in remote areas, to attend the meeting and contribute to the vitalization, efficiency, and facilitation of the General Meeting of Shareholders. In determining the method of holding the General Meeting of Shareholders, the rights of shareholders shall be given the highest priority each time the meeting is held, and the Board of Directors shall carefully determine the method by resolution, taking social demands into consideration.
 - (ii) Introduction of electronic provision of reference documents for the General Meeting of Shareholders, etc.

The amended provisions stipulated in the proviso of Article 1 of the Supplementary Provision of the Act Partially Amending the Companies Act (Act No. 70 of 2019) will come into effect on September 1, 2022, and the Articles of Incorporation are hereby amended as follows to prepare for the introduction of the electronic provision system of materials for the General Meeting of Shareholders.

- (1) Article 18, Paragraph 1 of the Proposed Amendment stipulates that the Company will take measures to provide information that is the contents of the reference documents for the General Meeting of Shareholders, etc., electronically.
- (2) Paragraph 2 of Article 18 of the Proposed Amendment would establish provisions to limit the scope of matters to be included in the written documents to be delivered to shareholders who have requested the delivery of written documents.
- (3) The provision for Internet disclosure and deemed provision of reference documents for the General Meeting of Shareholders, etc. (Article 18 of the current Articles of Incorporation), shall be deleted as it is no longer necessary.
- (4) In accordance with the above new establishment and deletion, supplementary provisions regarding effective date, etc., are to be added.

2. Details of changes

The changes are as follows.

(The underlined sections are the changed parts.)

Current Articles of Incorporation	Proposed changes	
(Convocation of General Meeting of Shareholders) Article 12. An Ordinary General Meeting of Shareholders of the Company shall be convened within three months from the day following the last day of each fiscal year, and an Extraordinary General	(Convocation of General Meeting of Shareholders) Article 12. An Ordinary General Meeting of Shareholders of the Company shall be convened within three months from the day following the last day of each fiscal year, and an Extraordinary General	

Current Articles of Incorporation	Proposed changes
Meeting of Shareholders shall be convened whenever necessary.	Meeting of Shareholders shall be convened whenever necessary.
<newly established=""></newly>	2 The Company may hold a General Meeting of Shareholders without a fixed place.
(Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, etc.) Article 18. The Company may, at the time of convocation of a General Meeting of Shareholders, be deemed to have provided to its shareholders information concerning matters to be stated or indicated in the Reference Documents for the General Meeting of Shareholders, Business Report, Non-Consolidated Financial Statements and Consolidated Financial Statements, by disclosing such information via the Internet in accordance with the applicable Ordinance of the Ministry of Justice. Newly established>	(Measures for Electronic Provision, etc.) Article 18. The Company shall, at the time of convocation of a General Meeting of Shareholders, take measures to provide electronically the information that is the contents of the reference documents for the General Meeting of Shareholders, etc. 2 The Company may not include all or part of the items provided for in the Ordinance of the Ministry of Justice among the items subject to the electronic provision measures in the written documents to be delivered to shareholders who have requested the delivery of written documents by the record date for voting rights.

Current Articles of Incorporation	Proposed changes
<newly established=""></newly>	(Supplementary provisions) 1. The deletion of Article 18 (Internet Disclosure and Deemed Provision of Reference Documents for the General Meetings of Shareholders, etc.) of the current Articles of Incorporation and the establishment of Article 18 (Measures for Electronic Provision, etc.) of the proposed amendment shall become effective as of the date of enforcement of the amended provisions prescribed in the provision of the Act Partially Amending the Companies Act (Act No. 70 of 2019) (the Enforcement Date). 2. Notwithstanding the provisions of the preceding paragraph, Article 18 of the present Articles of Incorporation shall remain in force with respect to a General Meeting of Shareholders whose date is within six months from the effective date. 3. These supplementary provisions shall be deleted after six months have elapsed from the effective date or three months have elapsed from the date of the General Meeting of Shareholders set forth in the preceding paragraph, whichever is later.

Proposal 2: Election of six (6) Board Directors

The terms of office of all five (5) Board Directors will expire at the conclusion of this General Meeting of Shareholders.

Therefore, the Company proposes to increase the number of Outside Board Directors by one (1) in order to strengthen the management supervisory function, and proposes the election of six (6) Board Directors.

If this proposal is approved as proposed, the ratio of independent Outside Board Directors on the Board of Directors will be at least one-third as required by the Corporate Governance Code.

The candidates for Board Directors are as follows.

Candidate No.	Name (Date of birth)	Career sum	Number of shares of Company's stock held	
ntment	Shunji Sugaya (Born on June 13, 1976)	Landlog Mark	Established the Company while a student at the Faculty of Agriculture, Saga University Appointed as President of the Company (current position) To the present incurrent positions) eting Corporation, Representative Director cal Solutions Corporation, Board Director	35,184,800 shares
Reappointment	Reasons for nomination as As the Company's found consecutive fiscal year si Director because his mar effectiveness of the decis	for Board ed to enhance the		
Reappointment	Genta Taniguchi (Born on February 10, 1982)	April 2006 April 2013 January 2016 April 2017 July 2019 June 2020	Joined the Company Director of Business Unit 3 of the Company Executive Officer and Director of Business Unit 1 of the Company Executive Officer and Director, Platform Business Division of the Company General Manager and Director, Technology Management Division of the Company Appointed as Board Director in charge of technology of the Company (current position) To the present	29,000 shares
Res	committed to the Corpor development and operati Director because his insi	Board Director ate DX and Ind on of numerous ght, ability, and	r in 2020, as Board Director in charge of tech ustrial DX strategies, and has been responsib products. He has been nominated as a candi- l business experience are expected to continu- d supervisory functions of the Company's Bo	le for the date for Board e to enhance the

Candidate No.	Name (Date of birth)	Career sum	Number of shares of Company's stock held			
Reappointment	Takeshi Kyusaka (Born on August 4, 1984)	April 2009 April 2014 April 2017 July 2019 June 2020 (Significant co OPTIM AGRI OPTIM Bank '	6,400 shares			
м	Reasons for nomination as candidate Since being appointed to Board Director in 2020, as Board Director in charge of sales, he has committed to a wide range of marketing and planning activities that have led to the development of new services for the company. He has been nominated as a candidate for Board Director because his insight, ability, and business experience are expected to continue to enhance the effectiveness of the decision-making and supervisory functions of the Company's Board of Directors.					
Reappointment	Akihiro Hayashi (Born on October 22, 1973)	April 1996 July 2003 January 2006 June 2007 March 2010 April 2010 June 2011	Joined Shohkoh Fund & Co., Ltd. Joined Galia Plus Joined Clearstone Co., Ltd. Appointed as Board Director of the company Resigned from Board Director of the company Joined the Company Appointed as Board Director in charge of administration of the Company (current position) To the present oncurrent positions)	15,080 shares		
Re	OPTiM Bank Technologies Corp., Corporate Auditor Reasons for nomination as candidate As Board Director in charge of administration since his appointment as Board Director in 2011, he is well versed in all aspects of the Company's operations and also plays an important role in internal control and information management. He has been nominated as a candidate for Board Director because his extensive business experience is expected to continue to enhance the effectiveness of the decision-making and supervisory functions of the Company's Board of Directors.					

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Candidate	Name	Career sum	Number of shares				
No.	(Date of birth)	(8	of Company's stock held				
5		April 1968 April 1997	Ltd. (currently Sharp Corporation) pril 1997 General Manager, Information & Telecommunications Sales Division of the				
sut	Rikihei Egawa	December 1999	company Deputy General Manager, Information & Telecommunications Sales Division of the company				
Independent	(Born on January 6, 1945)	January 2001 April 2006	Deputy General Manager, Domestic Sales Division of the company NTT Electronics Corporation	6,400 shares			
Outside		September 2015	Manager, Sales Division, BB System Device Business Headquarters Appointed as Outside Board Director of the Company (current position) To the present				
Reappointment	Reasons for nomination as candidate He has attended all Board of Directors' meetings since his appointment as Outside Board Director of the Company in 2015 and has fulfilled the supervisory function of the Company's Board of Directors based on his extensive business experience. He is nominated as a candidate for Independent Outside Board Director because he is expected to continue to strengthen the effectiveness of the decision-making and supervisory functions of the Board of Directors of the Company from a position independent of the management of the Company. He will have been in office as Outside Board Director for six (6) years and ten (10) months at the conclusion of this General Meeting of Shareholders.						
	and ten (10) months at tr	April 2003	Joined Morgan Stanley Japan Securities Co., Ltd.				
6		November 2006	Perry Capital Senior Analyst				
		October 2009 July 2013	Silver Lake Partners, in charge of Japan CFO of Telepathy Japan Inc.				
Independent	Yuichiro Takezaki	August 2019	Executive Officer, CSO of Fairy Devices Inc.				
Indep	(Born on July 9, 1979)	December 2020	Appointed as Board Director of the company	0 share			
			To the present				
Outside		(Significant concurrent positions) Fairy Devices Inc., Board Director K.K. Hongo Shokurin Kenkyujo, Board Director					
New appointment			mirai Corporation, Board Director Management Co., Ltd., Board Director				
ü	Reasons for nomination a		8 , ,				

There are no special interests between each candidate and the Company.
 Shunji Sugaya is a parent company, etc., as defined in Article 2, Item 4-2 of the Companies Act.

- 3. Rikihei Egawa and Yuichiro Takezaki are candidates for Outside Board Director. Rikihei Egawa, Board Director, has been reported to the Tokyo Stock Exchange as Independent Officer as stipulated in its rules and regulations, and will continue to be Independent Officer if elected as originally proposed. If Yuichiro Takezaki is elected as proposed, he will newly become Independent Officer.
- 4. The Company has entered into a liability limitation agreement with Rikihei Egawa, which provides that if he has performed his duties in good faith and without material negligence, he shall be liable for damages up to the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act, with respect to the liability stipulated in Article 423, Paragraph 1 of the Companies Act. If his reappointment is approved, the Company will continue the liability limitation agreement with him. If the election of Yuichiro Takezaki as a new candidate is approved, the Company will enter into a similar liability limitation agreement with him.
- 5. The Company has concluded a Directors and Officers Liability Insurance Contract (D&O Insurance) with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. If this proposal is approved as proposed and the candidates are appointed as Board Directors, each of them will be insured under the said insurance contract. A summary of the contents of that contract is shown in "4. (3) Summary of contents of Directors and Officers Liability Insurance Contract" on page 22 of the Business Report. The Company plans to renew the said insurance contract in December 2022, in the middle of its term of office.

Proposal 3: Election of three (3) Corporate Auditors

The terms of office of all three (3) Corporate Auditors will expire at the conclusion of this General Meeting of Shareholders. Therefore, the Company proposes the election of three (3) Corporate Auditors.

The Board of Corporate Auditors has given its consent to this proposal.

The candidates for Corporate Auditors are as follows.

Candidate No.	Name (Date of birth)	Career sum	Number of shares of Company's stock held		
Reappointment Outside Independent o	Takayuki Kojima (Born on March 3, 1942)	April 1966 November 1971 May 1989 April 1995 February 2002 April 2004 April 2007 April 2008 September 2018 June 2019	vember Associate Professor, Faculty of Agriculture, Saga University y 1989 Professor, Faculty of Agriculture, Saga University Member of the University's Board of Trustees, Saga University Dean, Faculty of Agriculture, Saga University il 2004 Director of the University's Board of Trustees, Saga University Head of Saga Study Center, The Open University of Japan Advisor, Kyushu Electric Power Company, Incorporated tember Board of Trustees of Nishikyushu University (current position)		
Rea	Reasons for nomination as candidate As Outside Corporate Auditor of the Company, he has a proven track record of conducting audits in light of laws, regulations, the Articles of Incorporation, and principles of business judgment. Based on this knowledge, experience, and track record, we believe that he will be able to appropriately perform his duties as Corporate Auditor of the Company. He will have been in office as Outside Corporate Auditor for three (3) years at the conclusion of this General Meeting of Shareholders.				
2	Katsuo Yoshidomi (Born on May 20, 1943) April 1962 June 1963 April 1992 June 2000 March 2010		Joined SEKIDO KIKO MANUFACTURING Co., Ltd. Joined Hashiguchi Denki K.K. Appointed as Board Director of the company Appointed as Outside Auditor of the Company (current position) Appointed as part-time advisor to Hashiguchi Denki K.K. To the present	25,600 shares	

Independent		[(8	ignificant concurrent positions)	stock held		
Reappointment Outside Ir	Reasons for nomination as candidate He has been an Outside Corporate Auditor since the Company's establishment, with particular emphasis on auditing related to accounting, based on his experience as Board Director at other companies. We believe that his experience and insight will enable him to continue to perform his duties as an Outside Corporate Auditor of the Company appropriately. He will have been in office as Outside Corporate Auditor for twenty-two (22) years at the conclusion of this General Meeting of Shareholders.					
Reappointment Outside Independent co	(Significant co Professor, Fac		Joined Matsushita Electric Industrial Co., Ltd. Joined Isagai Corporation Appointed as Managing Board Director of the company Appointed as Director and Visiting Assistant Professor at the Faculty of Engineering, Saga University Appointed as a full-time lecturer at Faculty of Environment and Information Studies, Keio University Appointed as Vice President, Non-profit Organization HOUSUU SCHOOL Appointed as Associate Professor, Faculty of Policy Management, Keio University Committee Member of Graduate School of Media and Governance, Keio University (current position) Appointed as Outside Auditor of the Company (current position) Appointed as President, Non-profit Organization HOUSUU SCHOOL (current position) Professor, Faculty of Policy Management, Keio University (current position) Executive Director, Keio Research Institute at SFC To the present oncurrent positions) ulty of Policy Management, Committee aduate School of Media and Governance, by 1-profit Organization HOUSUU SCHOOL	32,000 shares		

Candidate	Name	Career summary, positions and responsibilities at the Number of					
No.	(Date of birth)	Company	of Company's				
		(Significant concurrent positions)	stock held				
	Since assuming office as Outside Corporate Auditor of the Company, he has conducted audits of the						
	Company's management i	Company's management issues and problems, particularly by leveraging his areas of expertise at universities and his experience and achievements at a non-profit organization. We believe that his					
	universities and his exper						
	experience and insight will enable him to continue to perform his duties as an Outside Corporate Auditor of the Company appropriately. He will have been in office as Outside Corporate Auditor for fourteen (14) years at the conclusion of this General Meeting of Shareholders.						

(Note) 1. There are no special interests between each candidate and the Company.

- Takayuki Kojima, Katsuo Yoshidomi, and Yoshinori Isagai are candidates for Outside Auditors. The Company has designated each of them as Independent Officers as stipulated by the Tokyo Stock Exchange, and has notified the Exchange of such designation.
- 3. The Company has entered into an agreement with Takayuki Kojima, Katsuo Yoshidomi, and Yoshinori Isagai to limit their liability for damages under Article 423, Paragraph 1 of the Companies Act, pursuant to Article 427, Paragraph 1 of the said Act. The maximum amount of liability for damages under such agreement is the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act, and if the reappointment of Takayuki Kojima, Katsuo Yoshidomi, and Yoshinori Isagai is approved, the Company plans to continue such agreement with each of them.
- 4. The Company has concluded a Directors and Officers Liability Insurance Contract (D&O insurance) with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. A summary of contents of such insurance contract is described in "4. (3) Summary of contents of Directors and Officers Liability Insurance Contract" on page 22 of the Business Report. If the reappointment of each candidate is approved, they will continue to be included as insureds in the said insurance contract. The said insurance contract is scheduled to be renewed with the same contents at the time of the next renewal.

End

(Reference) Skills Matrix of the Board of Directors

In case Proposal 2 is approved, the composition of the Board of Directors and the principal skills, experience, knowledge, etc., possessed by each Officer are as follows.

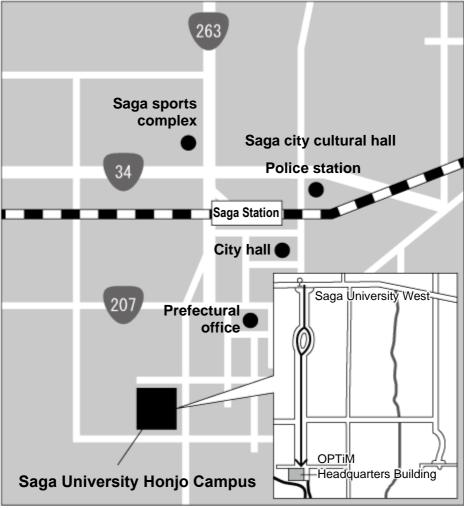
By balancing the exercise of each expertise with the overall organization, we have a system that can flexibly respond to changes in various business environments.

Job title	Name	Corporate management	Innovation	Finance & accounting	Human resources, labor management, and human resources development	Legal & risk management	Environment & society	Internal control & governance
	Shunji Sugaya	0	0	0	0	0	0	0
Board	Genta Taniguchi		0	0	0	0		
Directors	Takeshi Kyusaka		0		0	0	0	
	Akihiro Hayashi			0		0	0	0
Outside Board Directors	Rikihei Egawa	0			0	0		0
	Yuichiro Takezaki	0		0			0	0

Map of the Venue of the General Meeting of Shareholders

Venue: 1 Honjomachi, Saga-shi, Saga OPTiM Headquarters Building

TEL 0952-41-4277



Transportation Approximately 15 minutes by bus from JR Saga Station
(6 minutes walk from Saga University West Bus Stop)
Approximately 20 minutes by cab from Kyushu Saga International Airport
*Please note that there is no free parking.